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## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** AMERICAN BOARD OF CERTIFIED PROFESSIONAL COUNSELORS, INC.  
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Aldo G. Bartolone, Jr.  
Name (Printed or typed)

1030 N. Orange Ave., Suite 300  
Address

Orlando, FL 32801  
City, State & Zip

407-294-4440  
Daytime Telephone number

aldo@bartolonelaw.com  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

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**ARTICLES OF INCORPORATION  
OF  
AMERICAN BOARD OF CERTIFIED PROFESSIONAL COUNSELORS, INC.**

The undersigned, being a natural person of the age of more than twenty-one years, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a not-for-profit corporation pursuant to the provisions of the Florida Not For Profit Corporation Act.

**FIRST:** The name of the corporation ("Corporation") shall be the AMERICAN BOARD OF CERTIFIED PROFESSIONAL COUNSELORS, INC.

The principal place of business of this corporation shall be:

806 Verona Street  
Suite 2B  
Kissimmee, FL 34741

The mailing address of this corporation shall be:

3119 Coral Way  
Unit 3121A  
Miami, FL 33145

**SECOND:** The duration of the corporation shall be perpetual.

**THIRD:** The purposes for which the Corporation is organized, which shall continue to be the purposes of the Corporation until and if the same be amended pursuant to the provisions of the Florida Not For Profit Corporation Act, and which shall include the authority of the Corporation to transact any lawful business for which a corporation may be incorporated under the Florida Not For Profit Corporation Act, are as follows:

The purposes for which the Corporation is organized and operated shall be to operate solely for charitable, educational, and religious purposes solely within the exemption provided for by 26 U.S.C.A., Internal Revenue Code, Section 501(c)(3), and any amendments thereto, namely:

(a) to organize, administer and validate the education of Christian mental health professionals;

(b) to certify those Christian mental health professionals who have demonstrated extraordinary training and competence;

(c) to elevate the standards of training and education amongst Christian mental health professionals;

(d) to have all of the powers conferred upon corporations organized under the Florida not for profit corporation act.

Notwithstanding the foregoing or any other provision of these Articles of Incorporation, the Corporation shall not at any time engage in a regular business of a kind ordinarily carried on for profit, nor shall any

part of the net earnings of the Corporation inure to the benefit of, or be distributable to its members, trustees, officers, directors or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**FOURTH:** In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, distribute all of the assets remaining for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**FIFTH:** The name and address of the initial Registered Agent of the Corporation in the State of Florida is the following:

Aldo G. Bartolone, Jr.  
1030 N. Orange Avenue  
Suite 300  
Orlando, FL 32801

**SIXTH:** The manner in which the directs of the Corporation shall be elected shall be contained in the Bylaws of the Corporation.

The names and addresses of the initial Officers are:

President:	Miguel Antonio Villegas 2370 NW 17 <sup>th</sup> Avenue Apt. 805 Miami, FL 33142
Vice President:	Severino Guzman Sanchez 3941 NW Flagler Terrace Miami, FL 33126
Secretary:	Samuel Torres 5503 N. Hiawassee Road Orlando, FL 32818

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CLERK OF DISTRICT COURT  
JANET L. HARRIS  
CLERK OF DISTRICT COURT

Treasurer: Luz Belen Guzman  
3531 NW 19<sup>th</sup> Terrace  
Miami, FL 33125

**SEVENTH:** The name and address of the incorporator is as follows:

Miguel Antonio Villegas  
2370 NW 17<sup>th</sup> Terrace  
Apt. 805  
Miami, FL 33142

**EIGHTH:** The Corporation shall, to the fullest extent permitted by the provisions of the Florida Not For Profit Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have the power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of disinterested directors, or otherwise, both as to such person's action in such person's official capacity while holding such office, and shall continue as to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed on September 23, 2022.



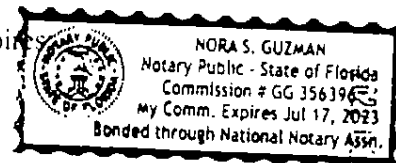
Miguel Antonio Villegas  
Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

Sworn to and subscribed before me this 23<sup>rd</sup> day of September, 2022, by Miguel Antonio Villegas, \_\_\_\_\_ who is personally known to me or ☒ who produced the following valid identification: FL DRIVER'S LICENSE.

  
Notary Public, State of Florida

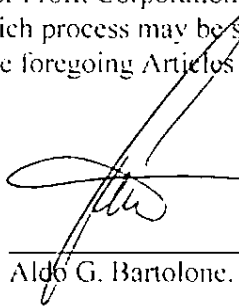
My Commission Expires



SEP 23 2022  
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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Pursuant to the provisions of the Florida Not For Profit Corporation Act, the undersigned hereby accepts its appointment as the Registered Agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.



Aldo G. Bartolone, Jr.

~D

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NOTARY STATE  
FLORIDA