

N23000006994

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

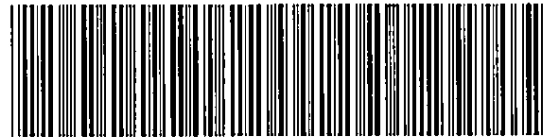
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300409031033

05/18/23--01026--008 *\$87.50

FILED

2023 MAY 18 PM 1:54

SECRETARY OF STATE
TALLAHASSEE, FL

COVER LETTER

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

SUBJECT: SOUTHERN PHILIPPINES BAPTIST THEOLOGICAL SEMINARY, 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: MARION G FALDAS

Name (Printed or typed)

659 NE 125th St

Address

NORTH MIAMI, FL 33161

City, State & Zip

786-271-0853

Daytime Telephone number

southfloridafellowship@yahoo.com

E-mail address: (to be used for future annual report notification)

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

2023 MAY 18 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FL

FILED

**ARTICLES OF INCORPORATION
OF
SOUTHERN PHILIPPINES
BAPTIST THEOLOGICAL SEMINARY, INC.**

Article 1 – Name

The name of the corporation shall be “**SOUTHERN PHILIPPINES BAPTIST THEOLOGICAL SEMINARY, INC.**”

The present corporation is the *international religious educational institution, i.e., international extension* of the Philippine-based Southern Philippines Baptist Theological Seminary, Inc., a non-stock, non-profit educational corporation organized under the laws of the Republic of the Philippines, which has its principal office in Puan, Talomo District, Davao City, Philippines.

Article 2 – Statement of Faith, Affiliation

SECTION 1. The corporation shall subscribe to the doctrinal statement of the current edition of “THE BAPTIST FAITH AND MESSAGE” as adopted by the Southern Baptist Convention (SBC).

SECTION 2. The corporation shall be affiliated as *integrated auxiliary* (as defined in the Internal Revenue Code of Regulations, 26 CFR Section 1.6033-2(h)) of The South Florida Filipino-American Fellowship, Inc., a non-profit organization formed exclusively for religious and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of the United States of America, which has its principal office in the City of North Miami, Miami-Dade County, State of Florida.

Article 3 – Principal Place of Business and Mailing Address

The initial address of the principal office of the corporation is 661 NE 125th St., North Miami, FL 33161, and the initial mailing address shall be 659 NE 125th St., North Miami, FL 33161.

Article 4 – Nature of the Corporation

SECTION 1. The specific purpose for which this corporation is organized is to establish a religious educational institution that shall make significant contributions to bring the body of Jesus Christ to the biblically-sound knowledge of God through quality and qualified instruction.

SECTION 2. The corporation shall be a non-profit organization formed exclusively for religious, educational, charitable and benevolent purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of the United States of America, subject to public auditing and accountability.

FILED
2023 MAY 18 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FL

SECTION 3. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to the directors, officers, members, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, as well as to make payments or distributions in furtherance of its religious, educational, charitable and benevolent purposes.

SECTION 4. The assets of the corporation shall be solely dedicated to the religious, educational, charitable and benevolent purposes of the corporation. Upon its dissolution, any and all assets of the corporation shall be distributed to the religious, educational, charitable and benevolent causes of The South Florida Filipino-American Fellowship, Inc., a Florida-based tax-exempt organization within the meaning of Section 501(C)(3) of the Internal Revenue Code, or such legally constituted entity as shall officially succeed or replace it, 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 Court of Common Pleas on the county in which the principal office of the corporation 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.

SECTION 5. Notwithstanding any other provisions of the present Articles of Incorporation, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Article 5 – Effective Date

The effective date of the corporation shall be May 18, 2023.

Article 6 – Members

The corporation shall have members as provided for in the Bylaws of the present corporation.

Article 7 – Board of Trustees–Directors

SECTION 1. The Board of Trustees shall be responsible for the business and legal affairs of the corporation. All of the Trustees of the corporation shall serve as its Directors.

SECTION 2. The names and addresses of the initial Trustees-Directors are the following:

- 1) Matt-Andrew Medina Faldas
400 NE 100 Street
Miami Shores, FL 33138

FILED
2023 MAY 18 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FL

- 2) Marissa Hernandez Sibucan
1841 SW 131 Terrace
Davie, FL 33325
- 3) Romulo G. Gernal
Km. 9 Libby Road, Puan, Talomo
Davao City, 8000 Philippines
- 4) Danny S. Puig
Km. 9 Libby Road, Puan, Talomo
Davao City, 8000 Philippines
- 5) Benjie J. Tenecio
Km. 9 Libby Road, Puan, Talomo
Davao City, 8000 Philippines
- 6) Edgar C. Aungon
Km. 9 Libby Road, Puan, Talomo
Davao City, 8000 Philippines

Articles 8 – Manner of Election of Trustees–Directors

The manner in which the Trustees-Directors of the corporation is elected or appointed is as provided for in the Bylaws of the present corporation.

Article 9 – Amendment

The corporation's Articles of Incorporation and Bylaws may be altered, changed, or repealed only upon the unanimous recommendation of the Articles and Bylaws Committee of the corporation and, subsequently, only upon the unanimous approval of the Board of Trustees. Any amendment for adoption shall be presented by an officially designated representative of the Board of Trustees to the general membership of the corporation only in an annual meeting of the corporation. Any amendment shall require 75% affirmative vote of the general membership of the corporation for its adoption.

Article 10 – Incorporator

The name and address of the Incorporator is Matt-Andrew Medina Falcas, 401 NE 100 St., Miami Shores, FL 33138.

Article 11 – Registered Agent

The name and address of the corporation's registered agent is the following:

The South Florida Filipino-American Fellowship, Inc.
c/o Marissa Hernandez Sibucan, Chair of Trustees
659 NE 125th St., North Miami, FL 33161

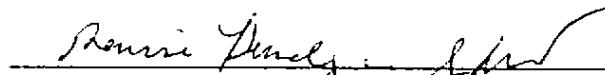
FILED
 2023 MAY 18 PM 1:54
 SECRETARY OF STATE
 TALLAHASSEE, FL

I hereby submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in § 817.155, Fla. Stat.


MATT-ANDREW MEDINA FALDAS
Incorporator

Date: 14 May 2023

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


MARISSA HERNANDEZ SIBUCAO
For: The South Florida Filipino-American Fellowship, Inc.
Registered Agent

Date: 14 May 2023

FILED
2023 MAY 18 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FL