

N 99000001536



ACCOUNT NO. : 0721000000032

REFERENCE : 156771-1 *Patricia P. 6457A*

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : March 4, 1999

ORDER TIME : 2:09 PM

ORDER NO. : 156771-005

000002794910--6

CUSTOMER NO: 6457A

CUSTOMER: Alexander J. Ombres, Esq  
ARNOLD MATHENY & EAGAN, P.A.  
ARNOLD MATHENY & EAGAN, P.A.  
P. O. Box 2967

Orlando, FL 32802-2967

DOMESTIC FILING

NAME: ~~HISPANIC CHRISTIAN CENTER,~~  
~~INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

2544

W99-5468

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR-4 AM 9:37

RECEIVED  
99 MAR-4 PM 3:12  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 MAR -4 AM 9:37

March 5, 1999

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: HISPANIC CHRISTIAN CENTER, INC.  
Ref. Number: W99000005468

We have received your document for HISPANIC CHRISTIAN CENTER, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 099A00010373

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**RESUBMIT**  
Please give original  
submission date as file date.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 MAR -4 AM 9:37

## ARTICLES OF INCORPORATION

OF

HISPANIC COMMUNITY CHURCH, INC.

A Corporation Not for Profit

The undersigned hereby associate for the purpose of becoming incorporated under the laws of the State of Florida, pursuant to Florida Statutes 617, applicable to corporations not for profit.

### ARTICLE I.

The name of the corporation shall be HISPANIC COMMUNITY CHURCH, INC. and the initial principal address of the corporation is **3110 Howell Branch Road, Winter Park, Florida 32792** and the name of the initial registered agent of this corporation at that address is **Dr. Marco Cardenas..**

### ARTICLE II.

The purposes for which this corporation is formed are as follows:

(1) To establish a Biblical Christian Church with a Sunday School department and with missionary, literature, educational and all other departments it may deem useful to propagate and practice the full Gospel of the Lord Jesus Christ and for its service to the community, and pursuant thereto to license and ordain Christian Workers and Ministers and Missionaries and to plant and establish Branches and indigenous churches.

(2) To perpetually protect this local church corporation in its ownership and control of its property and in its sovereignty under Christ; therefore, all ecclesiastical power and authority relative to this Church and its property shall be exercised by this church assembled as a congregation and the decisions thus made are subject to no reversal nor amendment by any other ecclesiastical body whatsoever.

(3) Furthermore; belong cognizant of that United States Supreme Court decision in

the case of "Watson vs. Jones," rendered April 15, 1892, (13 Wallace, United States Supreme Court Reports p. 679), wherein the broad principle is laid down that, where a local congregation is or becomes a member of any church organization to which it is amenable, then the local congregation becomes entirely subject to the decisions of that organization before the law in the control of its property, in its faith and conduct, in its teaching, practice and custom, as to its financial and missionary policies, as to who may be or who shall or shall not be its pastor or other officers of its members, In short, in all things whatever; therefore, any action or effort on the part of any of the members or officers of this local church corporation to cause it to become a member of any church organization is hereby strictly forbidden and any such action shall be a breach against the foundation and intent of this corporation, and any record made of any such action shall have no binding power upon this corporation, but shall be merely a record of the misconduct of those participating in such action.

(4) It is one purpose of this local church congregation to earnestly seek and promote the unity of God's people in the Scriptural manner of Godly love, respect and faithful voluntary cooperation with liberty. To that end it shall associate and cooperate freely with other churches and with church organizations as a free and independent church in accord with its own free conscience and the wisdom of God as this church perceives it to be, but in every case and in every act and in the pursuance of or adoption of any policy or method or practice of association, does and shall do so as a free church corporation, always retaining its sovereignty and independence, and in no case whatsoever as an act of subjection nor as a precedent of amenability nor as an active or passive or implied affiliation nor in any other way as relinquishing its perpetual legal independence and sovereignty as a church and church corporation.

(5) To receive tithes and offerings. To receive property by devise or bequest subject to the laws relating to the transfer of property by will.

(6) To act as Trustee under any trust incidental to the principal objects of the corporation and to receive, hold, administer and expend funds and property subject to such trust.

(7) To enter into, make, perform and carry out contracts of every kind for any lawful purpose without limit as to amount and with any person, firm, association or corporation; to draw, make, accept, endorse, discount, issue and execute promissory notes, warrants and other negotiable or transferable interests.

(8) To take, purchase or otherwise acquire; to own, hold, occupy, use and enjoy; manage, improve, develop and work; to grant, sell, exchange, let, demise and otherwise

dispose of real estate, buildings and improvements and every right, interest and estate therein without limit as to the amount thereof and wheresoever the same may be situated; to erect, construct, alter and repair buildings; to assume any and every kind of contract, agreement and obligation by or with any person, firm, corporation or association, or any Federal, State or other Government for the erection, construction, alteration, repair, renewal, equipment, improvement, development, use, enjoyment, leasing, management or control of any buildings, improvements or structures of any kind wherever the same may be situated.

(9) To purchase or otherwise acquire, to own, hold, use and enjoy, to sell, assign and transfer, exchange or otherwise dispose of, deal with personal property of every kind and description without limit as to the amount thereof and wheresoever the same may be situated.

(10) To borrow and to loan money and to give and to receive evidence of indebtedness and security therefor; to draw, make, accept, endorse, execute and issue promissory notes, warrants, and other debentures of the corporation, or otherwise to make guarantees of every kind and secure any or all obligations of the corporation by mortgage, trust deed or otherwise.

(11) To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation and to have and exercise all the powers now or hereafter conferred by the Laws of the State of Florida, upon nonprofit corporations.

(12) The several clauses contained in this statement of purposes shall be construed both as purposes and powers and the statements contained in each clause shall, except where otherwise expressed, be in no wise limited or restricted by reference to or inference from the terms of any other clauses, but shall be regarded as independent purposes and powers. The business or purpose of this corporation is from time to time to do any one or more of the acts and things herein set forth and it is hereby expressly provided that the enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the powers of this corporation, excepting the provisions and restrictions of paragraphs (2), (3), and (4), above in the ARTICLE 11 shall always be construed to prevail to prevent this corporation from ever becoming subject or subordinate or amenable to any organization.

The foregoing paragraph shall be construed as enumerating both objects and powers of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation.

ARTICLE III.

This corporation is to exist perpetually or until sooner dissolved according to law.  
Corporate existence shall commence upon filing with the Secretary of State.

ARTICLE IV.

The name and residence of the incorporator to these articles are:

NAME	RESIDENCE
Dr. Marco Cardenas	932 S. Lake Sterling Court Casselberry, Florida 32707

ARTICLE V.

Section 1: The business affairs of this corporation shall be managed by the Board of Directors, which board shall include the President and Vice President of the corporation. This corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time, by the By-laws, but shall never be less than three.

Section 2: The Board of Directors shall be elected and hold office in accordance with the By-laws.

Section 3: The names and addresses of the persons who are to serve as directors for the ensuing year, or until their successors shall have been elected and qualified, are:

NAME	ADDRESS
Luis Jimenez	500 Harvard Place Apopka, Florida 32703
Orlando Vega	932 S. Lake Sterling Court Casselberry, Florida 32707
Dr. Marco Cardenas	932 S. Lake Sterling Court Casselberry, Florida 32707

#### ARTICLE VI.

Section 1: The Board of Directors of this corporation may provide such By-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2: Upon proper notice the By-laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

#### ARTICLE VII.

The officers of Hispanic Christian Center, inc. shall consist of a President, a Vice-President, a Secretary and a Treasurer. Any person may hold two or more offices except that the President shall not also be Secretary of this corporation. These officers shall serve as the officers of the Board of Directors together with such other members of the Board of Directors as may be deemed necessary as set out by Article VI, of the Bylaws of this corporation. Their duties, requirement and terms of office are set forth and governed by its By-laws.

**Pastor and Founder, Dr. Marco Cardenas, shall be President and Chairman of the Board of Directors of HISPANIC COMMUNITY CHURCH, INC. for the duration of his life.**

#### ARTICLE VIII.

These Articles of Incorporation may be amended or changed upon two-thirds (2/3) vote of the membership of the church in attendance at any regular or special meeting called for that purpose, provided due notice of such proposed change shall have been made at all services on at least two (2) Sundays preceding the time for such meeting. There can be no amendment made to Article VII in this Articles of Incorporation referring to the term of the office of Pastor Dr. Marco Cardenas, the founder and president.

#### ARTICLE IX.

All persons who give evidence to their faith in the Lord Jesus Christ and who voluntarily subscribe to the tenets of faith and agree to be governed by the By-Laws as herein set forth and who further agree to answer all questions on the membership application shall be considered for membership in the HISPANIC COMMUNITY CHURCH, INC.

#### ARTICLE X.

The Corporation shall have all powers granted corporations not for profit under the laws of the State of Florida. However, notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in the subsection of Section 501(c)(3) of the Internal Revenue Code of 1986 under which the Corporation chooses to qualify for exemption, as the same now exists, or as it may be amended from time to time.



## ARTICLE XI.

Section 1: No part of the net earnings of the corporation shall inure to the benefit of any individual or member.

Section 2: The corporation shall not carry on political propaganda, or otherwise act to influence legislation, nor participate in or intervene in any political campaign on behalf of any candidate for public office; provided, however, that this prohibition shall not be interpreted so as to prevent the corporation from exercising those functions and attaining those purposes set forth in Article II hereof. Notwithstanding any other provision of this certificate, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation 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) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

## ARTICLE XII.

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 (or any amendment thereof), or to the Federal government, or to a State or local government, for a public purpose, and none of the assets shall be distributed to any member, officer, or director of this corporation.

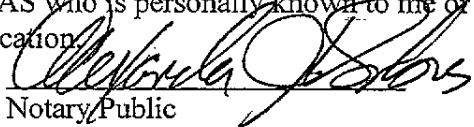
IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunder set our hands and seals, this 2<sup>ND</sup> day of MARCH, 1999, for the purpose of forming this corporation not for profit under laws of the State of Florida.

I hereby accept and am familiar with the duties of being registered agent.

  
DR. MARCO CARDENAS /Registered Agent

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 2<sup>ND</sup> day of MARCH, 1999, by DR. MARCO CARDENAS who is personally known to me or who has produced \_\_\_\_\_ as identification.

  
Notary Public

Printed or Stamped Name  
My Commission Expires:

ALEXANDER J. OMBRES  
Notary Public, State of Florida  
My Comm. Expires July 21, 1999  
Comm. No. CC128992

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR -4 AM 9:37