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PICK-UP     WAIT     MAIL

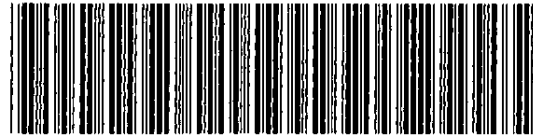
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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2008 AUG 28 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*CA 8-28*

**COVER LETTER**

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

**SUBJECT:** ST. PAUL BIBLE ACADEMY, 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:** SOO HWAN KIM  
Name (Printed or typed)  
2812 Orange Grove Way  
Address  
Palm Harbor, FL 34684  
City, State & Zip  
813-876-6442  
Telephone number

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

**ARTICLES OF INCORPORATION**  
**of**  
**ST. PAUL BIBLE ACADEMY, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I – CORPORATE NAME:**

The name of this corporation is: St. Paul Bible Academy, Inc.

**ARTICLE II – CORPORATE PRINCIPLE OFFICE AND MAILING ADDRESS:**

The corporation's principal office and mailing address is 2812 Orange Grove Way, Palm Harbor, Florida 34684.

**ARTICLE III – TAX-EXEMPT STATUS**

The tax exempt purposes of this corporation shall be to receive and maintain a fund or funds of real or personal property or both and, subject to the restrictions and limitations which are hereafter set forth, to use and apply the whole or any part of the income from the principal of the fund or funds exclusively for charitable, religious, scientific, literary or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under section 501 ©(3) of the Internal Revenue Code and its regulations as they now exist or any may hereafter be amended. Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by organizations described in section 501©(3) of the Internal Revenue Code and its regulations and pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

**ARTICLE IV – DURATION**

The period of duration of this corporation is perpetual, or until dissolved according to law. The corporation's existence shall commence on the date of September 1, 2008.

**ARTICLE V – PURPOSES**

The specific and primary purposes for which this corporation is formed are:

- A. For the advancement of Religious education through instructional Bible Teaching.
- B. The specific purpose of this corporation is to provide Biblical Teaching Courses through internet and correspondence.

C. To operate exclusively in any other manner for such educational, charitable, community services and social purposes as will qualify it as an exempt organization under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

#### **ARTICLE VI – MANAGEMENT OF CORPORATE AFFAIRS**

A. Board of Directors: the powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the corporation (3) provided however, that such number may be changed by a By-law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of the members at which time an election of Directors shall be held in accordance with the By-laws. Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until qualification of the successors in office. Annual meetings shall be held at 2812 Orange Grove Way, Palm Harbor, FL 34684 on the 2<sup>nd</sup> day of each year at 5:00 p.m. or at such other places as the Board of Directors may designate from time to time by resolution. Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority. The names and addresses of such initial members of the Board of Directors are as follows:

NAME

ADDRESS

KIM, SOO HWAN

2812 Orange Grove Way  
Palm Harbor, FL 34684

KIM, EUNHEA

113 South MacDill Ave. #B  
Tampa, FL 33609

KIM, MOSES

3123 Whitehead Lane  
Land-O-Lakes, FL 34638

B. Corporate Officers. The Board of Directors shall elect the following: President, Vice President, Secretary, and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers.

President: KIM, SOO HWAN

Vice President: LEE, KI HOON

Secretary: KIM, SARAH

Treasurer: KIM, MOSES

#### **ARTICLE VII – EARNINGS AND ACTIVITIES OF CORPORATION**

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors officers or other private persons, except that the corporation 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 Article V here of:

B. 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 the publishing or distribution of statements) any political camping on behalf of any candidate for public office.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) of (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this corporation.

**ARTICLE VIII – DISTRIBUTION OF ASSETS**

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of the corporation in such manner, or the such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall the time qualify as an exempt organization or organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE IX – REGISTERED AGENT**

The names and residence addresses of the Registered Agent is as follows:

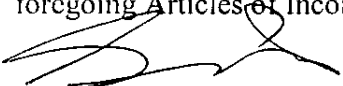
KIM, SOO HWAN  
2812 Orange Grove Way  
Palm Harbor, FL 34684

**ARTICLE X - INCORPORATOR**

The name and address of the incorporator is as follows:

KIM, SOO HWAN  
2812 Orange Grove Way  
Palm Harbor, FL 34684

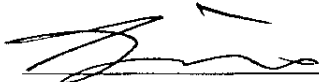
IN WITNESS WHEREOF the undersigned incorporator herein have read the above and foregoing Articles of Incorporation and know the contents thereof.

  
\_\_\_\_\_  
Incorporator:

8/25/08  
\_\_\_\_\_  
date

ACCEPTANCE BY REGISTERED AGENT

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



Registered agent

8/25/08

date

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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA