



# Secretary of the State of Connecticut Certificate of Incorporation

Domestic Non-Stock Corporation

## Filing Details

Filing Number: 0011960192

Filed On: 9/5/2023 4:34:06 PM

## Primary Details

Name of Corporation:	Holy Sophia University, Inc.
Business ALEI:	US-CT.BER:2851617
Business Email Address:	frazmy@gmail.com
NAICS Information:	Colleges, Universities, and Professional Schools (611310)
Membership Statement:	The corporation shall not have members
Specify Class of Member:	N/A
Nature of Activities to be Conducted or Purposes to be Promoted by the Corporation:	To own and operate Holy Sophia University which trains Coptic Orthodox Christian clergy and laity as well as other religious courses of study. This school has as its mission the dissemination of the rich tradition of Coptic Orthodox Christianity, including its history, Patristic heritage, ecclesiology, worship, dogma, and ethos, all of which are inextricably linked.
Other Provisions:	See Attached

Required Non-Profit Statement: The Corporation is non-profit and shall not have or issue shares of stock or make distributions.

## Appointment of Registered Agent

Type:	Individual
Agent's Name:	Fr. Abraham Azmy
Business Address:	400 Ridge Rd, Hamden, CT, 06517-2941, United States
Residence Address:	120 Sportsman Hill Rd , Madison, CT, 06443-2450, United States

## Agent Appointment Acceptance

Agent Signature: Fr. Abraham Azmy  
*This signature has been executed electronically*

## Incorporator Information



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Domestic Non-Stock Corporation

<i>Name</i>	<i>Business Address</i>
Fr. Abraham Azmy	120 Sportmans hill Road, Madison, CT, 06443, United States

## Acknowledgement

I hereby certify and state under penalties of false statement that all the information set forth on this document is true.

I hereby electronically sign this document on behalf of:

Name of Incorporator: Fr. Abraham Azmy  
Incorporator Title: N/A

Filer Name: James Rubino  
Filer Signature: James Rubino  
Execution Date: 09/05/2023

*This signature has been executed electronically*





# Secretary of the State of Connecticut


PHONE: 860-509-6003 • EMAIL: [crri@ct.gov](mailto:crri@ct.gov) • WEB: [www.concord-sots.ct.gov](http://www.concord-sots.ct.gov)

OFFICE USE ONLY

**NOTE: COMPLETE EITHER 7A OR 7B BELOW, NOT BOTH.**

**7. APPOINTMENT OF REGISTERED AGENT (required)**

**A.** If Agent is an individual, print or type full legal name: Fr. Abraham Azmy

Signature accepting appointment ▶ 

**BUSINESS ADDRESS (required):** (P.O. Box unacceptable) Check box if none:

STREET: 400 Ridge Road

CITY: Hamden

STATE: CT ZIP: 06517 -

**CONNECTICUT RESIDENCE ADDRESS (required):** (P.O. Box unacceptable)

STREET: 120 Sportsman Hill Road

CITY: Madison

STATE: CT ZIP: 06443 -

**NOTE: DO NOT COMPLETE 7B IF AGENT APPOINTED IN 7A ABOVE.**

**B.** If Agent is a business, print or type name of business as it appears on our records: \_\_\_\_\_

Signature accepting appointment on behalf of agent: ▶ \_\_\_\_\_

Print full name and title of person signing on behalf of agent: \_\_\_\_\_

**CONNECTICUT BUSINESS ADDRESS (required):** (P.O. Box unacceptable)

STREET: \_\_\_\_\_

CITY: \_\_\_\_\_

STATE: CT ZIP: -

**8. EXECUTION / SIGNATURE(S):** Certificate must be signed by each incorporator

Date (mm/dd/yyyy): \_\_\_\_\_


NAME OF INCORPORATOR(S) (print or type)	ADDRESS(ES) (No PO Boxes)	SIGNATURE(S)
Fr. Abraham Azmy	ADDRESS: <u>120 Sportsman Hill Road</u>  CITY: <u>Madison</u> STATE: <u>CT</u> ZIP: <u>06443 -</u>	▶ 
	ADDRESS:  CITY: STATE: ZIP: -	▶
	ADDRESS:  CITY: STATE: ZIP: -	▶

EXHIBIT A

Paragraph 3, Purposes.

General Purposes:

- (a) Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (b) To own and operate Holy Sophia University which trains Coptic Orthodox Christian clergy and laity as well as other religious courses of study. This school has as its mission the dissemination of the rich tradition of Coptic Orthodox Christianity, including its history, Patristic heritage, ecclesiology, worship, dogma, and ethos, all of which are inextricably linked. Holy Sophia aims to carry the truth of God given to humanity through Divine self-revelation and handed down through apostolic succession by the guidance of the Holy Spirit.
- (c) To the extent a corporation organized under the Nonstock Corporation Act of the State of Connecticut may now or hereafter lawfully do, to carry on any other activity in connection with the foregoing, to do all and everything necessary, suitable, convenient or proper for, in connection with, or incident to the accomplishment of any of the purposes or the attainment of any one or more of the objectives to promote the interests of the Corporation, and to have and exercise all the powers which a corporation formed under said Act may now or hereafter lawfully have.

Special Purposes:

In furtherance of its religious, educational, charitable, cultural, scientific and research purposes, the corporation is established to operate, administer and provide all essential elements of a Christian institution of higher education and to engage in all lawful business which a nonprofit corporation may do consistent with or in furtherance of the purposes herein set forth above, and as follows:

- (a) To develop, provide and maintain a Christian institution of higher education emphasizing certain professional fields within the context of a Biblical view of life and the world as expressed in the teachings of the Coptic Orthodox Church,
- (b) To confer earned undergraduate and graduate degrees in Christian and biblical studies, and
- (c) To confer honorary degrees to persons of meritorious distinction.

The business and affairs of this corporation shall be governed by a Board of Directors consisting of four (4) members. The members of the Board of Directors shall constitute the entire membership of the corporation and shall exercise the rights, powers and privileges of directors of a corporation organized under the Connecticut Revised Nonstock Corporation Act, as amended. Directors of the Board shall each serve for a term of three (3) years and shall qualify and be elected in accordance for being a member in good standing of the Coptic Orthodox Church of North America.

The Board of Directors shall have the power to ordain and establish Bylaws for the regulation and government of the business and affairs of this corporation; subordinated, however, to these Articles of Incorporation, the Constitution and Law of the State of Connecticut, the Constitution and Laws of the United States of America and the Constitution and Laws of the Coptic Orthodox Church of North America

EXHIBIT B

Paragraph 4, Other Information

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Paragraph Third 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 the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. 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 tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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 purposes of this corporation.

(b) Upon the dissolution of the corporation, the Board of Directors, after paying or making provision for the payment of all the liabilities of the corporation, shall distribute all of the remaining corporate property and assets to Virgin Mary & Archangel Michael Coptic Church of CT; provided, however, that if the Church is not then an exempt organization



under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, the Board of Directors shall dispose of all such property and assets to such organization or organizations as, in the sole judgment of the Board of Directors, have purposes most closely allied to those of this corporation and which qualify as being exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Any assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of this corporation is then located, to such organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, as such court shall determine.