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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-07/17/00-01002-006

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. HOSANNA HELPING HAND, INC. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

- Walk in, Pick up time, Mail out, Will wait, Photocopy, Certified Copy, Certificate of Status

Table with 2 columns: Filing Type, Description. Includes NonProfit, Limited Liability, Domestication, Other.

Table with 2 columns: Amendment Type, Description. Includes Amendment, Resignation of R.A., Officer/Director, Change of Registered Agent, Dissolution/Withdrawal, Merger.

Table with 2 columns: Other Filings, Description. Includes Annual Report, Fictitious Name, Name Reservation.

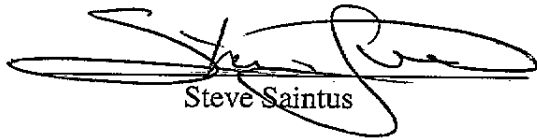
Table with 2 columns: Registration/Qualification, Description. Includes Foreign, Limited Partnership, Reinstatement, Trademark, Other.

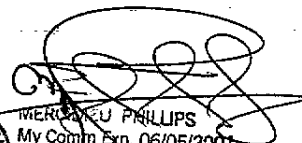

FILED 00 JUL 14 PM 4:01 SECRETARY OF STATE TALLAHASSEE FLORIDA

RECEIVED 00 JUL 14 PM 3:34 DIVISION OF CORPORATION Examiner's Initials

**AFFIDAVIT**

I, Steve Saintus, presently residing at 655 Ives Dairy Road, Miami Florida 33179 and whose former address is 220 Commodore Drive Apt 1020, Plantation Florida 33325, am the registered agent / incorporator of Hosanna's Helping Hand. The said organization was filed on May 19, 2000 as a For-Profit and an article of dissolution is now being filed. The corporation has not yet commenced its affairs and neither has any debts. Upon the dissolution of said organization, **I release the name Hosanna's Helping Hand as a For-Profit organization and I will not make use of the said name as a For-Profit organization in the future.**

  
Steve Saintus

  
  
MERCEDES PHILLIPS  
My Comm Exp. 06/05/2001  
Bonded By Service Ins  
No. CC653272  
 Personally Known  Other I.D.

10401 NW 8<sup>th</sup> Avenue  
Miami, Florida 33150  
(305) 696-5433

## Steve Saintus

June 28, 2000

Florida Department of State  
Division of Corporations  
ATTN: Amendment Section  
P.O. Box 6327  
Tallahassee, FL 32314

This is to notify you that the directors of corporation filed as Hosanna's Helping Hand, Inc. have decided to dissolve the corporation. The corporation has not commenced to conduct its affairs and neither has any debts. This decision was taken on June 16, 2000 by a vote of four (4) to none (0). A check for the amount of thirty-five dollars (\$ 35) is attached for the dissolution fee of said corporation.

If additional information is needed, please call me at the above number or (786) 412-7387.

Sincerely,

  
Steve Saintus

Articles of Incorporation  
Of

**HOSANNA HELPING HAND, INC.**

FILED  
00 JUL 14 PM 4:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, all being of full age, have associated themselves together for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapters 607 and 617, Florida Statutes and we do hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by such law, and do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

Article 1 – Name

The name of the corporation is HOSANNA HELPING HAND, INC. 10401 N.W. 8<sup>TH</sup> AVENUE, MIAMI, FL 33150.

Article – Corporate Purpose

The purpose for which the organization is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986 or corresponding provision of any future United States Internal Revenue law. Notwithstanding any other Provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempted 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. Upon the dissolution of the organization, assets shall be distributed 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, State or local government for a public purpose any such assets not so disposed of by competent jurisdiction of the county of which the principal office of the organization is then located, exclusively for such purpose.

Article III – Membership

Section 1: Eligibility. Any person shall be eligible for membership in this Corporation upon application to and approval provided in the bylaws of the corporation.

Section 2: Application for Membership. Any applicant meeting the qualification set forth above and desiring to become a member of the Corporation shall make application on a form supplied by the Corporation and accompanied by such membership fees and dues to the Board of Directors.

Section 3: Termination of Membership: Membership may be terminated by expulsion for a malfeasance and or misfeasance by resignation with thirty days prior written notice to the Board of Directors.

#### Article IV – Duration

The Corporation shall have perpetual existence.

#### Article V – Management

Section 1: A Board of Directors shall manage the affairs of the Corporation. The Board of Directors shall consist of not less than 4 and no more than 6 persons. Directors shall be elected or removed in accordance with the procedure provided in the By-laws.

Section 2: The officers of the corporation shall be a President, a Vice – Presidents, a Treasurer, and a Secretary. These officers shall be nominated and shall hold office in the manner provided in the Bylaws of the Corporation.

#### Article VI – Initial Officers And Directors

The names and street addresses of the Officers and Directors who are to manage all of the affaires of the Corporation until the first annual meeting are:

NAME	TITLE	STREET ADDRESS
STEVE SAINTUS	PRESIDENT	655 IVES DAIRY RD. # 416 N. MIAMI FL 33179
MERCIDIEU PHILLIPS	VICE-PRESIDENT	1750 NE 191 <sup>ST</sup> STREET # 423F, N. MIAMI FL.33179
JEAN-LARICE DESPAGNE	TREASURER	7151 CORAL BLVD. MIRAMAR, FL 33023
YANICK LAROCHE	SECERTARY	20335 NE 13 <sup>TH</sup> COURT N. MIAMI, FL 33179

#### Article VII– Bylaws And Amendments To The Articles Of Incorporation

The Bylaws of the Corporation shall be made, altered or rescinded by a majority vote of the voting members present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the Bylaws change, has been furnished in writing to each voting member of the Corporation at least ten (10) days prior to the meeting at which such alteration to the Bylaws is to be voted upon, whether it be a membership meeting or a Board of Directors ' meeting .

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two – thirds vote of the members of the Board of Directors present or voting by a proxy at any meeting thereof; provided that notice thereof; which shall include the text of the change of the Articles of Incorporation has been furnished in writing to each voting member of the Corporation at least ten (10) days prior to the meeting at which such Articles of Incorporation change is to be voted upon followed by the compliance with the Florida Statutes regarding amendments to the articles of incorporation of non-profit corporation.

Article VIII – General

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purpose selected by the Board of Directors.

This Corporation shall have no capital and shall pay no dividends to its Incorporates, Directors, and Officers, or Incorporates; provided that the Corporation may pay compensation in a reasonable amount to its Members, Directors, and Officers for services rendered and may confer benefits upon its Members in conformity with its purposes.

Article IX – Subscribers

The names and street addresses of the Subscribers to this Corporation are as follows:

NAMES	TITLE	STREET ADDRESSES
STEVE SAINTUS	PRESIDENT	655 IVES DAIRY RD. # 416 N. MIAMI FL 33179
MERCIDIEU PHILLIPS	VICE-PRESIDENT	1750 NE 191 <sup>ST</sup> STREET # 423F, N. MIAMI FL.33179
JEAN-LARICE DESPAGNE	TREASURER	7151 CORAL BLVD. MIRAMAR, FL 33023
YANICK LAROCHE	SECERTARY	20335 NE 13 <sup>TH</sup> COURT N. MIAMI, FL 33179

ARTICLE X – REGISTERED OFFICE AND REGISTERED AGENT

The above- named Incorporation's, desiring to organize this corporation under the laws of the state of Florida, hereby designated the corporation's Registered Office to be Located 10401 N.W. 8<sup>TH</sup> AVENUE, NORTH MIAMI, FL 33150 hereby designated and appoint STEVE SAINTUS as the registered Agent of the Corporation, to accept service of process within this state, to serve in such capacity until his successor is selected and designated.

ARTICLE XI INDEMNIFICATION

The corporation shall indemnify any officer, Director or employee of the corporation, or any former officer, Director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

ARTICLE X II– PROHIBITED ACTIVITIES

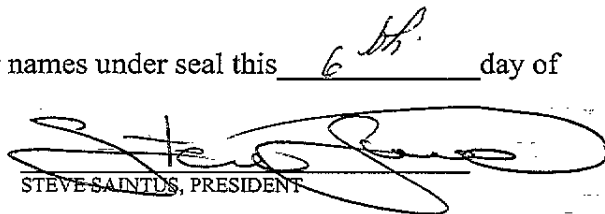
The Corporation shall not:

1. Attempt to influence legislation as a substantial part of its activities.
2. Allow any part of its net income to inure to the benefit of officers, Directors or Members of the Corporation, or to any other individual, except in furtherance of its charitable purposes.
3. Participate to any extent in any political campaign for or against any candidate for public office.
4. Conduct any activities not permitted to be carried on by organizations exempt under section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, or by any organization, contributions to which are deductible under section 170 (c) (2) of such code and regulations as they now exist or as they may hereafter be amended.

ARTICLE XIII- DEDICATION OF ASSETS

The corporation dedicates all assets, which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the corporation shall dissolve or otherwise terminated its Corporate existence, subject to the provisions of chapters 607 and 617, Florida Statutes, the corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in sections 601(c) (3) and 170(c) (2) of the internal revenue code of 1954 or corresponding sections of any prior or future law, or to the Federal government or to a state or local government for exclusive public purpose.

IN WITNESS WHEREOF, the undersigned have subscribed their names under seal this 6<sup>th</sup> day of July, 2000

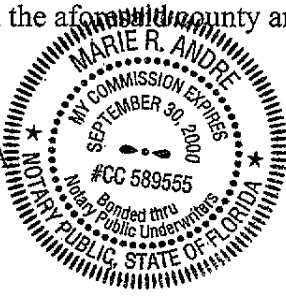
  
STEVE SAINTUS, PRESIDENT

STATE OF FLORIDA  
: SS  
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Steve Saintus and \_\_\_\_\_ to me well known and known to be the persons described in and who executed the foregoing instrument, and they acknowledge before me that they executed said instrument.

Witness my hand and official seal in the aforesaid county and state, this 6<sup>th</sup> day July, 2000

Marie R. Andre  
NOTARY PUBLIC, STATE OF FLORIDA



**FILED**

00 JUL 14 PM 4:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that HOSANNA - HELPING HAND, INC.

desiring to organize under the laws of the State of Florida

with its principal office, as indicated in the articles of incorporation has

named STEVE SAINIUS

located at 10401 N W 8th AVENUE

City of MIAMI County of DADE State of Florida,

as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE   
Registered Agent