

ND4000004795

(Requestor's Name)

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(Address)

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PICK-UP WAIT MAIL

(Business Entity Name)

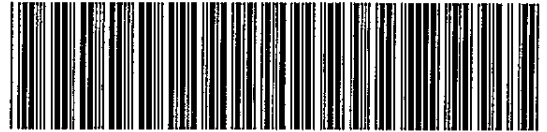
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*Amend/ACC
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STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Group Vision Foundation for Northwest regions 1, 2, 3 and 4 of Jean Rabel, Haiti

DOCUMENT NUMBER: N04000004795

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Anceleau Joseph

(Name of Contact Person)

Group Vision Foundation for Northwest regions 1, 2, 3 and 4 of Jean Rabel, Haiti, INC.

(Firm/ Company)

864 NE 90th Street

(Address)

Miami, Florida 33138

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Anceleau Joseph

(Name of Contact Person)

at (786)

436-2444

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

AMENDED ARTICLES OF INCORPORATION

OF

Group Vision Marien, Inc.

ARTICLE I

The name of this corporation is:

Group Vision Marien, Inc.

ARTICLE II

The term for which this corporation shall exist, shall be perpetual.

ARTICLE III

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

To foster, support, and engage in activities relative to humanitarian relief, socioeconomic development, progress and ideals, including any and all activities, which are lawful and appropriate in accordance with the laws of the State of Florida. The organization shall engage in activities and programs that serve the Haitian communities in the United States and Haiti, and which serve to promote socioeconomic, cultural and human development, mutual understanding, and public service in both countries.

That of engaging in any activity permitted under the laws of the United States of America, its territories, districts, and possessions, and any activity permitted under the laws of the State of Florida, and to have, exercise, and enjoy the powers and privileges granted to corporations not for profit by Chapter 617, Florida Statutes.

To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes, of the attainment of any of the objects, or for the furtherance of the powers herein set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business of powers, or any part thereof; provided, that the same be not inconsistent with the laws under which this corporation is organized.

The purposes for which **Group Vision Marien, Inc.**, is organized are exclusively charitable, scientific, literary and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations within the meaning of section 501 © (3) of the Internal Revenue Code of 1986 or the corresponding section of any future federal tax code.

In pursuit of its goals, the organization shall establish the following objectives:

- 1) To promote education and assist in the building of schools;
- 2) To promote economic development throughout the region;
- 3) To assist local communities in protecting the environment, and
- 4) To work in cooperation with the central and local governments to facilitate the implementation of needed projects.

ARTICLE IV

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 © (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 © (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE V

Members shall qualify for admission, and shall be admitted as members, in accordance with the by-laws of this corporation. A two-thirds vote of the membership shall be required for the election of new directors or for the removal of current directors. Annually, during the month of December, the membership shall elect, from among those nominees previously approved by the **Executive Committee** of the Board, those members receiving the highest number of votes as there are vacancies.

ARTICLE VI

ELECTION AND TERM

Annually, during the month of December, the membership shall elect, from among those nominees previously approved by the **Executive Committee** of the Board, those members receiving the highest number of votes as there are vacancies. Each elected Director shall serve a term of office for a period of three (3) years. Any elected Director may be re-elected for an additional three (3) year term.

ARTICLE VII

The street address of the registered office of this corporation is:

864 NE 90th Street, Miami, Florida 33138

ARTICLE VII

This corporation shall have as directors those persons designated in this Article below. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than seven (7) nor, more than twenty one (21). The names and addresses of the directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Anceleau Joseph, President	864 NE 90 th Street, Miami, Florida 33138
Esadiou Ulysse, 1 st VP	1132 NW 46 th Avenue, Lauderhill, FL 33313
Levelt Senatus, 2 nd Vice President	5140 NW 85 th Avenue, Lauderhill, FL 33351
Maricthe Alexandre, Secretary	6371 SW 10 th Street, N. Lauderdale, FL 33068
Geralda Fleurinor, Ass't Secretary	2639 Fletcher Court, Hollywood, FL 33020
Tony Alexandre, Treasurer	1413 NW 1 st Ave. Fort Lauderdale, FL 33020
Daniel St. Jean, Ass't Treasurer	1270 NE 135 th Street, N. Miami, FL 33161

ARTICLE VIII

The names and addresses of the officers who are to conduct the business of this corporation until those elected at the first election are as follows:

Anceleau Joseph, President	864 NE 90 th Street, Miami, Florida 33138
Esadiou Ulysse, 1 st VP	1132 NW 46 th Avenue, Lauderhill, FL 33313
Levelt Senatus, 2 nd Vice President	5140 NW 85 th Avenue, Lauderhill, FL 33351
Maricthe Alexandre, Secretary	6371 SW 10 th Street, N. Lauderdale, FL 33068
Geralda Fleurinor, Ass't Secretary	2639 Fletcher Court, Hollywood, FL 33020
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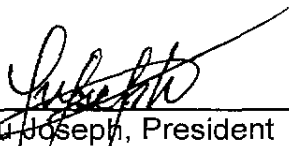
ARTICLE IX

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 © (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of 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.

The name and address of the person signing these Amended Articles is:

Name	Address
Anceletau Joseph, President	864 NE 90 th Street, Miami, Florida 33138

IN WITNESS WHEREOF, the undersigned subscriber has executed these Amended Articles of Incorporation this 6th day of December 2004.



Anceletau Joseph, President

ARTICLE X

In compliance with section 48.091, Florida statues, the following is submitted:

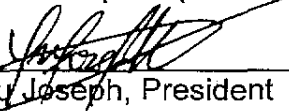
Group Vision Marien, Inc., desiring to organize or qualify under the laws of the state of Florida with its principal place of business at:

864 NE 90th Street, Miami, Florida 33138

has named:

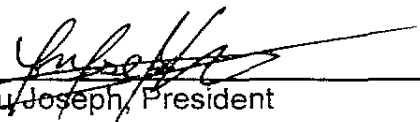
Anceletau Joseph, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of duties.



Anceletau Joseph, President

IN WITNESS WHEREOF, the undersigned subscriber has executed these Amended Articles of Incorporation this 6th of December 2004



Anceletau Joseph, President

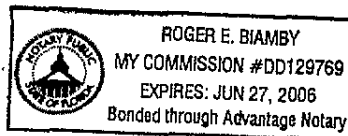
STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in this state and county set forth above, personally appeared: Anceletau Joseph, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Amended Articles of Incorporation.

The foregoing instrument was acknowledged before me this 6th day of December, 2004, by Anceletau Joseph, President, who is personally known to me or who has produced his driver's license as identification.

NOTARY PUBLIC - STATE OF FLORIDA

Printed name of notary



My Commission Expires:

Roger E. Biambly

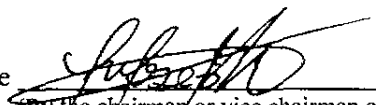
The date of adoption of the amendment(s) was: August 12, 2004

Effective date if applicable: Upon acceptance by Division of Corporations.
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 6th day of December, 2004

Signature 
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Ancelet Joseph
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35