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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

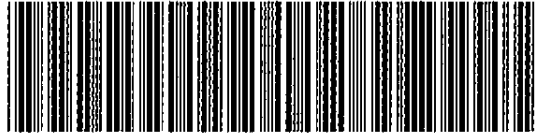
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

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COVER LETTER

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

SUBJECT: HELP AFRICA EMERGE, 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: MARIE M. BITTY-REID
Name (Printed or typed)

5735 ALAMOSA CIRCLE
Address

JACKSONVILLE, FL 32258
City, State & Zip

(904) 410-0540
Daytime Telephone number

bittyre@comcast.net
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

APPROVED
AND
FILED

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation shall be:

HELP AFRICA EMERGE, INC

ARTICLE II - PRINCIPAL OFFICE

The principal street address (and mailing address) is:

5735 ALAMOSIA CIRCLE
JACKSONVILLE, FL 32258

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is:

Said corporation is organized exclusively for charitable, 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.

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 Article 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.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 a Court of Competent Jurisdiction 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.

ARTICLE IV - MANNER OF ELECTION

The manner in which the directors are elected or appointed:

AS STATED IN THE BYLAWS OF THE CORPORATION

ARTICLE V - INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Title: PRESIDENT/DIRECTOR/TREASURER
MARIE M. BITTY-REID
5735 ALAMOSA CIRCLE
JACKSONVILLE, FL 32258

Title: VICE-PRESIDENT
DAVID J. REID
5735 ALAMOSA CIRCLE
JACKSONVILLE, FL 32258

Title: SECRETARY
KOUASSI O. KONAN
5735 ALAMOSA CIRCLE
JACKSONVILLE, FL 32258

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

MARIE M. BITTY-REID
5735 ALAMOSA CIRCLE
JACKSONVILLE, FL 32258

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is:

MARIE M. BITTY-REID
5735 ALAMOSA CIRCLE
JACKSONVILLE, FL 32258

ARTICLE VIII - EFFECTIVE DATE

The effective date of the corporation shall be:

SEPTEMBER 1ST 2009

APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Marie Bitty Reid
Signature/Registered Agent

8/28/09
Date

Marie Bitty Reid
Signature/Incorporator

8/28/09
Date