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(City/State/Zip/Phone #)

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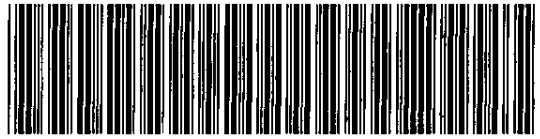
(Business Entity Name)

(Document Number)

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

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J. Shivers MAY 21 2010

*Law Offices of*  
**JAMES JEAN-FRANCOIS, P.A.**

**Duty Free Americas**  
**6100 Hollywood Blvd., Suite 211**  
**Hollywood, FL 33024**

**Phone: 954-987-8832**  
**Fax: 954-987-2622**  
**jjonlaw@hotmail.com**

May 19, 2010

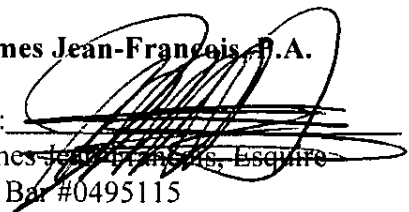
Department of State  
Division of Corporations  
2661 Executive Center Circle  
Tallahassee, FL 32301

**RE: Articles of Incorporation of:**  
**Haiti Reconstruction & Development Initiatives, Inc.,**

Please find enclosed the sum of \$105.00 as payment for Registration of the above-named Corporation, which include funds for Two Certified Copies of the Article of Incorporation and Two Certificates of Status of the Corporation.

Kindly forward response to the undersigned attorney.

**James Jean-Francois, P.A.**

By:   
James Jean-Francois, Esquire  
FL Bar #0495115

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF

**Haiti Reconstruction & Development Initiatives, Inc**

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of Florida, adopt the following articles of incorporation for such corporation:

**ARTICLE I/ Name and Address of the Corporation**

The name of the corporation, hereinafter referred to as the "Corporation" is

**Haiti Reconstruction & Development Initiatives, Inc.**

And its office is located at 4700 Sheridan Street, Ste. J, Hollywood FL 33021

**ARTICLE II/ Duration of the Corporation**

The period of duration of the Corporation is perpetual.

**ARTICLE III/ Purpose**

The Corporation is organized exclusively for educational 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 corresponding section of any future federal tax code.

The Corporation may receive and administer funds for educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

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No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propoganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable entities, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or 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.

#### **ARTICLE IV/Manner of Election of Directors/Members**

The qualifications for members and the manner of their admissions shall be regulated by the by-laws.

#### **ARTICLE V/ Register Agent**

The initial street address in the state of **Florida** of the initial registered office of the Corporation is 6100 Hollywood Blvd. Ste. 211, Hollywood FL 33024, and the name of the initial registered agent at such address is **Law Offices of James Jean-François, P.A.**

#### **ARTICLE VI/ Initial Board of Directors**

The maximum number of the board of directors shall be Fifteen (15) members and the minimum number of the board of directors shall be no less than Three (3) members. The initial board of directors is consisted of at Six (6) members. All Board members need not be residents of the state of **Florida**.

**ARTICLE VII/ Names and Addresses of the Initial Directors**

The names and addresses of the persons who shall serve as the initial directors until the first annual meeting of members, or until their successors shall have been elected and qualified, are as follows:

**Gabriel Chery, Director/Pres.**  
12615 NE Miami Place  
Miami, FL 33161

**Joseph Dorismond, Director/VP**  
47 Porter Road  
East Orange, NJ 07052

**James Jean-François, Director/Treas.**  
6100 Hollywood Blvd., Suite 211  
Hollywood, FL 33024

**Frantz Brillant, Director/Sec.**  
15 Midland Ave.  
East Orange, NJ 07017

**Rev. Hector Pascal, Director**  
Route La Vallee de Jacmel  
Jacmel, Haiti WI

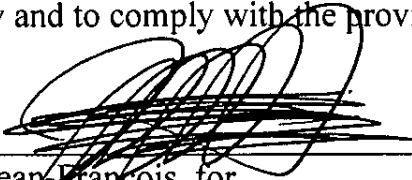
**Rev. Rultz Chery, Director**  
Archevéché Cap-Haitien  
PO Box 22, Haiti WI

**ARTICLE VII/ Name of Incorporator**

The names and addresses of the initial incorporators are as follows: GABRIEL CHERY, 12615 NE Miami Place, Miami, FL 33161.

**ACCEPTANCE OF REGISTER AGENT**

Having been named to accept service of process for the above state corporation at place designated in this certificate, and being familiar with the duties and responsibilities as registered agent for said corporation, I hereby agree to act in this capacity and to comply with the provisions of said act.

By   
James Jean-Francois, for  
The Law Offices of James Jean-Francois, P.A.  
Register Agent

5/19/2010  
Date

BY   
Gabriel Chery, Incorporator

5/19/2010  
Date

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