

N10 000010267

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

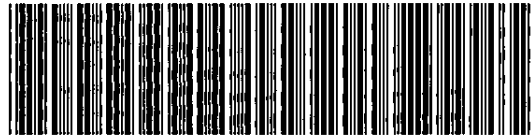
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



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W10-47800

2010 NOV - 1 PM 2:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**COVER LETTER**

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

**SUBJECT:** Association of West Africans for Rural Development and Electrification 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: Tamba Ngauja  
Name (Printed or typed)

2822 Spoonbill Trail  
Address

Orange Park, FL 32073  
City, State & Zip

904-374-1722  
Daytime Telephone number

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

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

Association of West African for Rural Development and Electrification Inc.  
2822 Spoonbill Trail  
Orange Park, Fl 32073  
November, 1 2010

Re: Corporation Name Release.

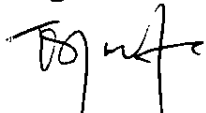
Dear Sir,

In a Board of Directors meeting held on October 3, 2010, we  
unanimously agree to dissolve the above for-profit corporation.

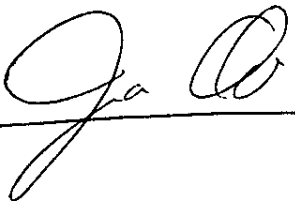
We have no intention of revoking the dissolution, therefore,  
releasing the name and making it available for use to another  
entity.

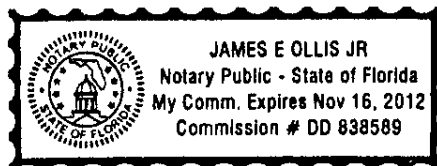
Thanks for your cooperation.

Regards



Tamba Ngauja  
Incorporator/Registered Agent

X  11/1/10





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10 OCT 25 AM 11:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 12, 2010

TAMBA NGAUJA  
2822 SPOONBILL TRAIL  
ORANGE PARK, FL 32073

SUBJECT: ACCOCIATION OF WEST AFRICAN FOR RURAL DEVELOPMENT  
AND ELECTRICATION, INC.  
Ref. Number: W10000047800

We have received your document for ACCOCIATION OF WEST AFRICAN FOR RURAL DEVELOPMENT AND ELECTRICATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please submit only set of articles.

An effective date may be added to the Articles of Incorporation if a 2011 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filing Section

Letter Number: 610A00024116



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 27, 2010

TAMBA NGAUJA  
2822 SPOONBILL TRAIL  
ORANGE PARK, FL 32073

SUBJECT: ASSOCIATION OF WEST AFRICAN FOR RURAL DEVELOPMENT  
AND ELECTRICATION, INC.  
Ref. Number: W10000047800

We have received your document for ASSOCIATION OF WEST AFRICAN FOR RURAL DEVELOPMENT AND ELECTRICATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved business entity. The name of a voluntarily dissolved business entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved business entity provides the Department of State with an affidavit or letter, stating that they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filing Section

Letter Number: 510A00025323



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 2, 2010

TAMBA NGAUJA  
2822 SPOONBILL TRAIL  
ORANGE PARK, FL 32073

SUBJECT: ASSOCIATION OF WEST AFRICAN FOR RURAL DEVELOPMENT  
AND ELECTRICATION, INC.  
Ref. Number: W10000047800

We have received your document for ASSOCIATION OF WEST AFRICAN FOR RURAL DEVELOPMENT AND ELECTRICATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filing Section

Letter Number: 010A00025833

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

**ARTICLE I**

The name of the Corporation is:

ASSOCIATION OF WEST AFRICANS FOR RURAL DEVELOPMENT AND  
ELECTRIFICATION, INC.

**ARTICLE II**

The principal business and mailing address of this corporation shall be:

2822 Spoonbill Trail, Orange Park, Fl 32073.

**ARTICLE III**

This corporation, organization, entity, etc, is organized and operated exclusively for charitable purposes within the meaning of ARTICLE 501(c) (3) of the Internal Revenue code. The purpose of this corporation is:

1. To provide electric lighting for medical centers, and homes.
2. To train individuals in the installation and maintenance of small scale renewable stand-alone energy systems.
3. To organize homework centers and media labs
4. To provide access to skilled volunteers in different works of life to help train and/or provide free services in their respective fields.

**ARTICLE IV**

- A. Control over and management of the activities and affairs of the Corporation are vested in the Board of Directors, except as otherwise provided in this Certificate of Incorporation or by the laws of the State of Florida.
- B. The names and mailing addresses of the persons who shall serve as the initial members of the Board of Directors are as follows:

Tamba Ngauja	2822 Spoonbill Trail, Orange Park, Fl 32073
Broughton Gilpin	6303 Courtney Crest, Jacksonville, Fl 32258
Amie sombie	824 Radar Ave. Yeadon, Pa 19050

- C. The term of office of each member of the Board of Directors shall be one year. If the number of members of the Board of Directors designated in the By-laws is changed at any time, the members of the Board of Directors shall elect or remove the appropriate number of members of the Board of Directors either at a special meeting called for

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TALLAHASSEE, FLORIDA

- that purpose or without a meeting on written consent of all of the members of the Board of Directors of the Corporation entitled to vote thereon.
- D. The powers of the Board of Directors shall include the powers:
- a. To have and exercise the management of the affairs of the Corporation.
  - b. To elect such officers as the By-laws may specify, which officers shall have such titles and exercise such duties as the By-laws and the Resolutions of the Board of Directors may provide.
- E. Provisions of the Certificate of Incorporation may be changed, amended, added to or repealed upon the majority vote of members of the Board of Directors at a duly held meeting or without a meeting on written consent of the Board of Directors of the Corporation entitled to vote thereon. Provisions of the By-laws of the Corporation may be adopted, changed, amended, added to or repealed upon the majority vote of members of the Board of Directors at a duly held meeting or without a meeting on written consent of the Board of Directors of the Corporation entitled to vote thereon.

#### **ARTICLE V**

- A. The purposes set forth in Article THREE shall be exclusively those purposes that are within the meaning of ARTICLE 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, including the provision of services to communities and supporting projects that qualify as exempt organizations under ARTICLE 501(c)(3), or corresponding provisions of any subsequent federal tax laws.
- B. No part of the earnings or net earnings for the Corporation shall inure to the benefit of any individual, and no member of the Corporation or the Board of Directors, officer or employee of the corporation shall receive any pecuniary profit from the operations thereof except reasonable compensation for actual services rendered to the Corporation.
- C. No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.
- D. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under ARTICLE 501 ( c ) ( 3 ) of the Internal Revenue Code of 1986( or the corresponding provision of any future United States Internal Revenue law) or (b) by an organization contributions to which are deductible under ARTICLE 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue law).



**ARTICLE VI**

Upon winding up and dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for charitable, educational, religious, and or scientific purposes and which has established its tax exempt status under ARTICLE 501 ( c ) ( 3 ) of the Internal Revenue Code of 1986, (or corresponding provisions of any future United States Internal Revenue law).

**ARTICLE VII**

No officer of the Corporation or member of the Board of Directors shall ever be personally liable, in any manner whatsoever, for debts of the Corporation, nor shall the individual property of any such officer of member of the Board of Directors ever be subject to the payment of the Corporation's debts. No member of the Board of Directors shall ever be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a member of the Board of Directors; provided, however, that this provision shall not limit the liability of a member of the Board of Directors for breach of his duty of loyalty to the Corporation, for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or for any transaction from which such individual derived an improper personal benefit.

**ARTICLE VIII**

All resolutions adopted by, and all meetings of, the Board of Directors may be taken or held within or without the State of Florida, as the By-laws may provide. The books of the Corporation may be kept (subject to any provision contained in the Florida statutes), outside the State of Florida are at such place or places as may be from time to time designated by the Board of Directors. Elections of members of the Board of Directors need not be by written ballot unless the By-laws of the Corporation shall so provide.

**ARTICLE IX**

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

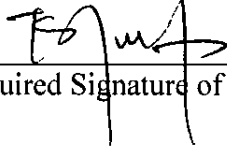
Tamba Ngauja  
2822 Spoonbill Trail  
Orange Park, Fl 32073

**ARTICLE X**

The name and address of the incorporator is:

Tamba Ngauja  
2822 Spoonbill Trail  
Orange Park, Fl 32073

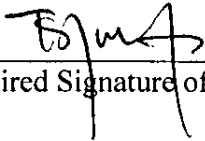
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Required Signature of Registered Agent

10/26/10  
Date

I submit this document and affirm that the facts stated are true, I am aware that any false information submitted in a document to the department of state constitutes a third degree felony as provided for in s.817.155, F.S



Required Signature of Incorporator

10/26/10  
Date

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