

N 33543

TRANSMITTAL LETTER

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

100002354661--6
-11/21/97--01107--004
*****43.75 *****43.75

**SUBJECT: Articles of Amendment to Articles of Incorporation of
The Haitian American Engineering Society, Inc. and request for
Certificate of Status**

Enclosed is an original and one(1) copy of the articles of amendment to the articles of incorporation and an attachment, and a check for \$43.75 for the amendment fee and a certificate of status.

FROM: Max E. Massac, Treasurer
Haitian American Engineering Society, Inc.
P.O. Box 693072
Miami, FL 33269-9998
Daytime Tel.: 305-364-7776
Fax: 305-821-6528

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 21 PM 12:50

Amend + N.C.
12-1-97
cc

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 21 PM 12:50

The Haitian American Engineering Society, Inc.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Amended:

ARTICLE I

The name of the corporation is:

Haitian-American Association of Engineers and Scientists, Inc.

ARTICLE VIII

Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future federal tax code, or shall be distributed to the Federal government, or to state or local government for a public purpose.

Added: **ARTICLE X, ARTICLE XI, and ARTICLE XII (Please see Attached)**

November 04, 1997

SECOND: The date of adoption of the amendment(s) was: _____

THIRD: Adoption of Amendment (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.

Haitian-American Association of Engineers and Scientists, Inc.

Corporation Name


Signature of Chairman, Vice Chairman, President or other officer

Max E. Massac

Typed or printed name

Treasurer

November 07, 1997

Title

Date

ATTACHMENT
to
ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

The Haitian American Engineering Society, Inc.

Dated: November 7, 1997

FIRST (Continued):

Added:

ARTICLE X

However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE XI

Said corporation is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future tax code).

ARTICLE XII

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, directors, 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 Section 501 (c) (3) purposes. 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 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 corresponding section of any future Federal tax code.)