

FROM : E

FAX NO. :

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September 2, 1999

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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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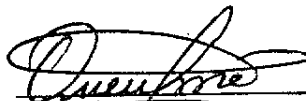
RE: HAITIAN AMERICAN PARENT'S ASSOCIATIONS INC.

Dear Sir or Madam:

Please find enclosed the original and two copies of the Articles of Incorporation and Acceptance of Registered Agent for the above referenced not-for-profit corporation. I have also enclosed a money order in the amount of \$78.75 to cover the costs of filing the same and the cost of a certificate of corporate status.

Please return to me a non-certified copy of the Articles of Incorporation when filed and the certificate of status in the self addressed envelope enclosed.

Thank you,



Octavius Aime
President/Director
1405 NW 167 Street Room 100
Miami, Fl 33169
1- (888) -721-0482 (toll-free)
(305) 623-3000 Extension 107

FILED
99 SEP - 8 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTER SEP 15 1999

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**ARTICLES OF INCORPORATION
OF**

HAITIAN AMERICAN PARENT'S ASSOCIATION, INC.

(A non-profit organization)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned subscribers to these Articles of Incorporation, do hereby associate ourselves together for the purpose of becoming a corporation not for profit under the laws of the State of Florida and do hereby certify that we have become such corporation not for profit under and pursuant to the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is:

HAITIAN AMERICAN PARENT'S ASSOCIATION, INC.

ARTICLE II - PURPOSE

The purpose or purposes for which this corporation not-for-profit is formed is to to educate and advocate on behalf of parents and/or students their rights and to provide a nexus between the public school system and the parent and students of Haitian descent who reside in Miami Dade County.

This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and is organized for non-profit purposes and no part of any net earnings thereof shall inure to the benefit of any director, officer, member or other individual, except that it may pay reasonable compensation to any person it employs when such employment is deemed in the best interest of the corporation.

ARTICLE III – MEMBERSHIP

Active membership in this organization shall be unlimited.

ARTICLE IV – CORPORATE EXISTENCE

The corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE V – OFFICE OF THE CORPORATION & REGISTERED AGENT

The initial post office address of the corporation shall be:

1405 NW 167th Street, Suite 100, Miami, Florida 33169

The initial registered office of the corporation shall be at:

1405 NW 167th Street, Suite 100, Miami, Florida 33169,

and the registered agent at the said registered office shall be: Octavius Aime

ARTICLE VI – DIRECTORS

This corporation shall have at its inception five Directors. The number of Directors may be increased or diminished from time to time in accordance with the directives of the Membership but shall at no time be less than three in number.

ARTICLE VII – DIRECTORS AND EXECUTIVE COUNCIL

SECTION 1. NUMBER. The affairs of this corporation shall be managed by an Executive Council. The Executive Council at the commencement of this corporation shall be as follows:

<u>Name</u>	<u>Position</u>
Octavius Aime	President
Marie Jean Philippe	Vice-President

Marie Jean Phillipe	Vice-President-Coordination
Debbie Okker Washington	Vice-President-Public Relations
Daniel B. Calixte	Treasurer
Madelaine Bruneau	Secretary

SECTION 2. ELECTION. All five Directors shall be elected by majority vote of the Executive Council members with voting power in such manner as prescribed in the By-laws, and the Directors shall hold their offices for a one year term and have such powers and duties as may be prescribed by the By-Laws or determined by the Executive Council. Such Election shall be held as soon thereafter as conveniently may be. Each Director shall hold office until his/her successor shall have been duly elected or until he/she shall have been removed or resigned.

ARTICLE VIII - INITIAL DIRECTORS

The names and post office addresses of the First Board of Directors and officers who, subject to the provisions of these Articles of Incorporation, the By-Laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

<u>NAMES:</u>	<u>TITLE:</u>	<u>ADDRESS:</u>
Octavius Aime	Director	P. O. Box 600144 North Miami, Fla. 33162
Marie Jean Phillipe	Director	P. O. Box 600144 North Miami, Fla. 33162
Debbie Okker Washington	Director	P. O. Box 600144 North Miami, Fla. 33162

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Daniel B. Calixte Director P. O. Box 600144
North Miami, Fla. 33162

Madelaine Bruneau Director P. O. Box 600144
North Miami, Fla. 33162

ARTICLE IX - SUBSCRIBERS

The names and post office addresses of each subscriber of these Articles of Incorporation is: Octavius Aime of P. O. Box 600144, North Miami, Fla. 33162.

ARTICLE X - BY-LAWS

The By-Laws of the corporation shall be made by the Executive Council and approved by a majority of members thereof. The By-Laws may be altered or rescinded in the same manner and form by a majority of the members of the Executive Council at a special meeting called for this specific purpose.

ARTICLE XI - AMENDMENT OF ARTICLES OF INCORPORATION

Amendments to the Articles of Incorporation shall be proposed in writing by three or more active members and submitted to the Executive Council. Amendments shall be approved by a majority vote of all active members present.

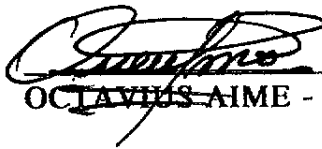
IN WITNESS WHEREOF, we, the undersigned, being the subscribing incorporator, have hereunto set my hand and seal for the purpose of forming this corporation not for profit under the laws of the State of Florida and I hereby make and file these Articles of Incorporation and certify that the facts stated herein are true and correct this 9 day of 1, 1999.


OCTAVIUS AIME

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 1st DAY OF September, 1999.



OCTAVIUS AIME - Registered Agent

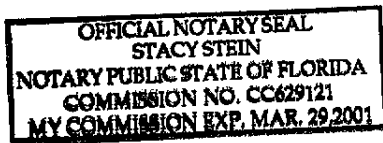
STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared,

Octavius Aime, known to me to be the person described in and who executed the foregoing Articles of Incorporation, who have acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida

this 1st day of September, 1999.



Stacy Stein
NOTARY PUBLIC

(print or type name of notary)

My commission expires:

Personally known or
identification produced: _____

99 SEP - 8 AM 9:34
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA