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TRANSMITTAL LETTER

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

600002972796--7
-08/27/99-01087--019
****131.25 *****87.50

SUBJECT: KOFIA SERVICE CENTER, 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

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: JEAN R. JONSSAINT
Name (Printed or typed)

2469 S.O.B.T.
Address

ORLANDO, FL 32805
City, State & Zip

1-407 649-4714 835-7162
Daytime Telephone number

780-167-9553, 2550
WJ99-30388

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



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 6, 1999

JEAN R. JONASSAINT
2475-A SOUTH ORANGE BLOSSOM TRAIL
ORLANDO, FL 32805

SUBJECT: KOFALA SERVICE CENTER
Ref. Number: W99000020288

We have received your document for KOFALA SERVICE CENTER and your check(s) totaling \$131.25. 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.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the 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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 399A00043538

ARTICLES OF INCORPORATION
OF THE
KOFALA SERVICE CENTER, INC.,
(A Corporation Not For Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned does hereby make, subscribe and acknowledge that they have voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify the following as the Articles of Incorporation of such corporation:

ARTICLE I

NAME

The name of the Corporation shall be KOFALA Service Center, Inc., hereinafter sometimes referred to as the Center or the "Corporation".

ARTICLE II

REGISTERED OFFICE AND REGISTERED AGENT

The undersigned incorporators hereby designate that the registered office and principal place of business of the KOFALA Service Center, Inc., will be 2475A S. Orange Blossom Trail, Orlando, FL 32805 and hereby designate as the registered agent JEAN ROBERT JONASAIN of the Corporation, to accept service of process within this State, and to serve in such capacity until her successor is selected and duly designated.

ARTICLE III

PURPOSE

The KOFALA Service Center, Inc., organized and operated exclusively for charitable, religious, 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 corresponding section of any future tax code.

The Specific purposes of this are:

KOFALA Service Center, Inc.,

1. To provide Education, job opportunities and general economic development to upgrade the standard of living of the Haitian-American population residing in Orange County.

2. To expand the opportunities to obtain adequate low cost housing accommodations for low and moderate income residents.

3. To conduct educational activities designed to provide instruction or training of said residents and groups for the purpose of improving or developing their capabilities, language and job skills, and the instruction of the public on subjects useful to said residents and groups and beneficial to the community as a whole.

4. To engage in any and all other activities which will directly improve the welfare and economic condition of said population and groups.

ARTICLE IV

CORPORATE POWERS

In addition to all other powers provided by law and in furtherance of the objectives described above, but not in limitation thereof, the corporation shall have the:

(a) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person;

(b) Have and exercise all powers necessary or convenient to affect any or all of the purposes for which the Corporation is organized and;

(c) Merge and consolidate with other corporations not for profit, domestic or foreign, provided that the surviving corporation is a corporation not for profit.

ARTICLE V

MEMBERSHIP

Section 1: Eligibility. Any person shall be eligible for membership in this corporation upon application to and approval by the Board of Directors, subject to any admission requirements contained in the by laws of the KOFALA Service Center, Inc.,

Section 2: Application for Membership. Any applicant meeting the qualifications set forth above and desiring to become a member of the Corporation shall make application on a form supplied by the KOFALA Service Center, Inc., and accompanied by such membership fees and dues as the Board of Directors may from time to time determine.

Section 3: Termination of Membership. Membership may be terminated by expulsion for just cause or resignation with thirty (30) days written notice to the Board of Directors.

ARTICLE VI

DURATION

KOFALA Service Center, Inc., shall have perpetual existence.

ARTICLE VII

MANAGEMENT

Section 1: The affairs of the KOFALA Service Center, Inc., shall be managed by the Board of Directors. The Board of Directors shall consist of not less than four (4) and not more than eighteen (18) persons. Directors shall be elected or removed in accordance with the procedure provided for in the bylaws.

Section 2. The Officers of the KOFALA Service Center, Inc., shall be Chairperson, one or more Vice Chairs and a Secretary-Treasurer. These Officers shall be elected and shall hold office in the manner provided for in the bylaws of the Corporation.

ARTICLE VIII

INITIAL OFFICERS AND DIRECTORS

The names and street addresses of the Officers and Directors who are to manage all the affairs of the KOFALA Service Center, Inc., until the first annual meeting are:

- 1) JEAN ROBERT JONASSAINT, Chairman 2469 S.O.B.T. Orlando, Fl 32805.
- 2) Bosman Delande, Vice-Chairman 2200 Tupelo Road, Orlando, Fl 32805.
- 3) Ithamar Fonrose, Secretary 4028 Mc.Dounough Ave, Orlando, Fl 32809.
- 4) Dieuseul Goerges, Treasurer 2727 W Oakridge Rd Orlando, Fl 32809.

ARTICLE IX

BYLAWS AND AMMENDMENTS

TO THE ARTICLES OF INCORPORATION

The Bylaws of the KOFALA Service Center shall be made, altered, or rescinded by a majority vote of the voting membership present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors, provided that notice thereof, which shall include the text of the Bylaws change, has been furnished in writing to each voting members of the KOFALA Service Center, Inc., at least ten (10) days prior to the meeting at which such Bylaw alterations to voted upon, whether it be a membership meeting or a Board of Directors meeting.

The Articles of Incorporation of the KOFALA Service Center, Inc., shall be amended or additional provisions added or adopted by a two-third (2/3) vote of the members of the Board of Directors present or voting by a proxy and any meeting thereof, which shall include the text if the Articles of Incorporation change, has been furnishes in wiring to each voting member of the KOFALA Service Center, Inc., at least ten (10) days prior to the meeting at which such Articles of Incorporation change is to be voted upon, followed by compliance with the Florida Statutes regarding amendments of Articles of Incorporation of Non for Profit Corporations.

ARTICLES X

INCORPORATOR

Pursuant to the provisions of the Section 607.0501 or 617.0501, Florida Statues, the undersigned Corporation organized under the Laws of the State of Florida, submits the

following Statement in designating the registered Office / Registered Agent ,in the State of Florida.

1. The name of the corporation is KOFALA SERVICE CENTER,INC., Address:2475-A S.O.B.T.Orlando,Fl 32805.

2.The name and the registered agent and office is:JEAN ROBERT JONASSAINT 2469 S.O.B.T. Orlando,Fl 32805. The incorporator is the same as the registered agent.

Having been named as registered agent and accept service of process for the above stated corporation at the place designed in this certificate .I hereby accept the appointment as registered agent and agree to cat in this capacity.I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties,and I am familiar with and accept the obligations of my position as registered agent.

Sign...Jean R Jonassaint...F Date...1/25/2000
INCORPORATOR/REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XI

PROHIBITED ATIVITIES

The KOFALA Service Center,Inc., shall not:

1- Engage in any action of "self-dealing" as defined in Section 26 U.S.C.A. 4941 (d). Which would give rise to any liability for the tax imposed by Section 26 U.S.C.A. 4941 (a).

2- Retain any "excess business holdings", as defined in Section 26 U.S.C.A. 4943 (c) which would give rise to any liability for the tax imposed by Section 26 U.S.C.A. 4943 (a).

3- Make any investment which would jeopardize the carrying out of any its exempt purposes, within the meaning of Section 26 U.S.C.A. 4944, so as to give rise to any liability for the tax imposes by Section 26 U.S.C.A. 4944 (a).

4- Make any "taxable expenditures", as defined in Section 26 U.S.C.A. 4946 (d), which would give rise to any liability of the tax imposed by Section 26 U.S.C.A. 4945 (a);

5- Fail during the period it is a "private foundation" as defined in Section 26 U.S.C.A. 509, to distribute, for the purposes specified in its articles of organization, for each taxable year, amounts at least sufficient to avoid liability for the tax imposed by Section 26 U.S.C.A. 4942 (a).

ARTICLE XII
INDEMNIFICATION

The KOFALA Service Center, Inc., shall indemnify any officer, director or employee of the Corporation, to the full extent permitted by as set forth in the Florida General Corporation Act.

IN WITNESS HEREOF, The undersigned has subscribed his name under seal the KOFALA Service Center, Inc.,

STATE OF FLORIDA, COUNT OF ORANGE

POWER TO:

- (a) Have succession by its corporate name of the Period set forth in its Articles of Incorporation
- (b) Adopt and use a common corporate seal and alter the same; provide however, that such seal shall always contain the words "corporation not for profit".
- (c) This corporation shall issue no stock. No part of the net earning of the earnings of the this corporation shall inure to the benefit of or be distributed to its members, directors officers or other private persons except that this 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 this article. No substantial part of shall be carrying on of propaganda, or otherwise attempting to influence legislation.

This KOFALA Service Center, Inc., shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the

publishing or distribution of statements. Notwithstanding any other provision of these Articles this KOFALA Service Center, Inc., shall not carry on any of the activities not permitted to be carried on by a corporation exempt from federal income tax. On the dissolution of this corporation or the Board of Directors shall dispose of all of the assets of this corporation exclusively for the purpose in the manner or to the organization or organizations that are organized and operated exclusively for charitable, religious, educational and scientific purposes that shall at the time qualify as exempt organizations under sec. 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future U.S. Internal Revenue law, after paying or making provisions of the payments of all liabilities of this KOFALA Service Center, Inc., any asset not so disposed of shall be disposed of by a Court of competent jurisdiction in the county where the principle office of this corporation is then located exclusively for the purposes of the organization that the court determines are organized and operated exclusively for charitable, educational, religious or scientific purposes.

The KOFALA Service Center, Inc., shall:

(d) Increase, by vote its members cast as the laws may direct, the number of directors, managers or trustees so that the number shall not be less than four (4) or more than eighteen (18).

(e) Make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income;

(f) Conduct its affairs, carry out on its operations, and have offices and exercise the powers granted by Florida law in any state, territory, district or possession of the United States or any foreign country;

(g) Purchase, take, receive, lease, devise, take by request or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property or any interest therein, whenever situated;

(h) Acquire, enjoy, utilize and dispose of patents, copy rights and trademarks and any licenses and other rights of interest thereunder of therein;

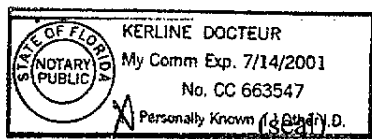
(i) Make donations for the public welfare or for religious, charitable, scientific, educational or other similar purposes.

State of Florida
County of Orange

Before me, the undersigned authority, personally appeared, KOFALA Service Center, Inc., to me well known and well known to me to the person described in and who subscribed his/her name to the foregoing Articles of Incorporation and who acknowledged before me that he/she executed the said Article of Incorporation for the uses and purposes therein expressed.

Witness my hand official seal in the aforesaid County and State, this KOFALA Service Center, Inc.,

1/25/2000



Kerline Docteur
Notary Public
My Commission Expires 07/14/2001