CORDON LAW OFFICES

335 Northwest 54th Street Miami, Florida 33127

Telephone: (305) 759-2446

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- Admitted Before The Federal and Florida Bars -

Ron Cordon, Esquire

Marlie Cordon, Esquire

January 26, 2000

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Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: Articles of Incorporation of PHILIPPE DEROSE HAITIAN AMERICAN FOUNDATION, INC.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and a check for \$122.50 for the following:

PHILIPPE DEROSE HAITIAN AMERICAN FOUNDATION, INC 420 NORTHEAST 81ST STREET EL PORTAL, FLORIDA 33138 (305) 751-2406

Thank you for your assistance and cooperation regarding this matter.

Sincerely,

Marlie Cordon, Esquire

Encls.

Incorpor\derose\fl.dept.of.state.ltr

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ARTICLEI - NAME

The name of this Corporation shall be PHILIPPE DEROSE HAITIAN-AMERICAN FOUNDATION, INC.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLEIII- PURPOSE

The purpose of this Corporation is to foster beautification, to help poor families, to feed the homeless and to provide scholarships and after school programs for needy students and to engage in any like activities or business permitted under the laws of the United States and of the State of Florida.

ARTICLEIV - CAPITAL STOCK

There will be no capital stock as this corporation will be not for profit.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be at 8445 Northeast 2nd Avenue, Miami, Florida 33138, Telephone: (305) 751-2406, and the initial registered agent shall be RON CORDON, ESQUIRE, who upon having accepted this designation, agrees to comply with

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the provisions of Section 48.091 of the Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process. The principal office address of this Corporation shall be 8445 Northeast 2nd Avenue, Miami, Florida 33138.

ARTICLEVI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of four (4) members. The number of Directors may be increased or decreased from time to time by the vote of the stockholders, but in no case shall the number of Directors be less than three (3) nor more than five (5). The names and addresses of the Directors constituting the initial Board of Directors are:

NAME	ADDRESS
PHILIPPE DEROSE	420 Northeast 81st Street El Portal, Florida 33138,
FRED THOMAS	4120 Northwest 166th Street Miami, Florida 33054,
ISLANDE SALOMON	284 Northwest 86th Street El Portal, Florida 33138,
WILLIAMLACASSE	9220 Fountainbleau Boulevard Apt. No. 511 Miami, Florida 33172.

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ARTICLEVII- INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

PHILIPPE DEROSE 420 Northeast 81st Street El Portal, Florida 33138 (305) 751-2406

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ACKNOWLEDGEMENT

STATE OF FLORIDA SS
COUNTY OF DADE
BEFORE ME, The undersigned authority, duly authorized by the laws of the State of Florida
to take acknowledgements, personally appeared PHILIPPE DEROSE, as the Incorporator, to
acknowledge the foregoing Articles of Incorporation, this 2644 day, the day of January,
2000.
B. Cordon
NOTARY PUBLIC, STATE OF FLORIDAAT-LARGE
Commission Number:
Personally Known M OR Produced Identification [].
Type of Identification Produced:
JOSEPH B. CORDON - stamp -

My Commission expires:

(cont.)

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PHILIPPE DEROSE HAITIAN AMERICAN FOUNDATION, INC., at the place designated in the Articles of Incorporation, RON CORDON, ESQUIRE, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such an office.

Date: January 2 6, 2000

RON CORDON, ESQUIRE,

Registered Agent

CORDON LAW OFFICES

335 Northwest 54th Street

Miami, Florida 3312'

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