

NO00000004767

MEMORANDUM

TO: Florida Department of State
FROM: Michelle Austin, Esq.
DATE: July 11, 2000
SUBJECT: Incorporation

FILED
00 JUL 17 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attached are two originals of the articles of incorporation for Fondation Espoir, Inc. Please file the articles, and return a certified copy of the articles to my attention at 409 Mallard Lane, Weston, Florida 33327.

I have enclosed a check in the amount of \$78.75 for (i) filing of the articles; (ii) designation of the registered agent; and (iii) obtention of a certified copy of the articles.

If you have any questions, please call me at 954-769-2888.

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ARTICLES OF INCORPORATION

OF

FONDATION ESPOIR, INC.

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The undersigned incorporator, for the purpose of forming a corporation under Florida's Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation.

FIRST: The name of the corporation is: **FONDATION ESPOIR, INC.**

SECOND: The corporation is being organized to engage in any lawful purpose permissible under the Florida Not For Profit Corporation Act, and to distribute the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary or educational purposes, either directly or by contributions to organizations that qualify as exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 and Regulations issued pursuant thereto, as they now exist or as they may hereafter be amended (the "Code"). The corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Code, and the corporation shall not engage in any activity not permitted to be conducted by an organization exempt from taxation under Section 501(c)(3) of the Code or by an organization contributions to which are deductible under Section 170(c)(2) of the Code. The corporation is not a private foundation as defined in Section 509 of the Code, and shall receive a substantial part of its support directly or indirectly from contributions from the public.

THIRD: No part of the net earnings of the corporation shall inure to the benefit of or be distributed to any director, officer of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes); and no director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

FOURTH: The street address of the initial principal office is: 300 West Sunrise Boulevard, Suite 10, Fort Lauderdale, Florida 33311.

FIFTH: The corporation is organized on a non-stock basis under the Florida Not for Profit Corporation Act and may issue Certificates of Membership.

SIXTH: The street address of the initial registered office of the corporation is 409 Mallard Lane, Weston, Florida 33327, and the name of its initial registered agent at such address is Michelle Austin, Esq.

SEVENTH: The directors of the corporation shall be elected in the manner set forth in the corporation's bylaws.

EIGHTH: The name and address of the persons who are to serve as initial directors,

elected in accordance with the corporation's bylaws are:

Joseph Fanfan, Jr., M.D.

3006 E Merion, Weston, Florida 33332

Ketlyne L. Fanfan

3006 E Merion, Weston, Florida 33332

Antoine Auguste, PhD

10320 SW 144 Ct., Miami, FL 33186

EIGHTH: The name and address of each incorporator is:

Michelle Austin, Esq.

**409 Mallard Lane
Weston, Florida 33127**


Signature of Incorporator

**Date: 3006 E Merion, Weston, Florida
33332**

APPOINTMENT OF REGISTERED AGENT

The undersigned is familiar with and accepts the obligations of Registered Agent provided for in Section 607.0505 of the Florida Statutes.

By: 
Michelle Austin, Esq.

Date: July 11, 2000

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