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FLORIDA NON-PROFIT CORPORATION

French American Network Corp.

Certificate of Status	0
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Page Count	06 <i>(S)</i>
Estimated Charge	\$70.00

W-9096

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FAX AUDIT # H010000300490

**ARTICLES OF INCORPORATION
OF
FRENCH AMERICAN NETWORK CORP.**

A corporation not for profit

ARTICLE I - NAME

The name of this corporation is FRENCH AMERICAN NETWORK CORP., a corporation not for profit;

ARTICLE II - PRINCIPAL OFFICE

The mailing address of the corporation shall be:

2731 N.E. 14th Street, suite 620, Pompano Beach FL 33062;

ARTICLE III - PURPOSE

The purpose of said corporation is to regroup French-speaking people, people with Gallic roots or "gallic culture aficionados" that live in America and to carry on all the necessary activities to reach the goals of the corporation;

ARTICLE IV - QUALIFICATION OF MEMBERS

The qualification for membership will be determined by the by-laws;

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1001 N. Federal Highway, suite 202, Hallandale, FL 33009 and the name of the initial registered agent of this corporation at that address is Rejean Leduc;

ARTICLE VI - INCORPORATOR

The name and address of the incorporator signing these articles is:

Gérard Charpentier
President

2731 N.E. 14th Street, suite 620, Pompano Beach FL 33062

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FAX AUDIT # H010000300490**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have three (3) Directors constituting the initial Board of directors. The number of Directors must be either increased or decreased from time to time by the Bylaws but in no event shall be less than three (3). The names and addresses of the initial Board of Directors of this corporation are:

Name: Gérard Charpentier, President

Address: 2731 N.E. 14th Street, suite 620, Pompano Beach FL 33062

Name: Yvonne Courage, Vice President

Address: 2550 Adams Street, Hollywood FL 33021

Name: Cristina Falcone-McKevitt, Secretary/Treasurer

Address: 3123 Lee Street, Hollywood FL 33021

ARTICLE VIII - BOARD OF DIRECTORS ELECTIONS

The Board of Directors shall be elected by the membership at each annual meeting of the members.

ARTICLE IX - OFFICERS

The legal affairs of the corporation shall be managed by the officers who shall be elected at the annual meeting each year to serve for the ensuing year. The officers of the corporation shall serve until their respective successors in office shall be elected and duly qualified.

ARTICLE X - REVENUE

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, 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 the purposes set forth in Article III hereof. The corporation shall not in any way, directly or indirectly, carry on propaganda or otherwise attempt to influence legislation, or participate or intervene in any political campaign on behalf of any candidate for public office, by publishing or distributing statements or otherwise. Notwithstanding any other provisions 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law).

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FAX AUDIT # H010000300490**ARTICLE XI-- DISSOLUTION**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: March 13, 2001

By Gérard Charpentier, President



Incorporator

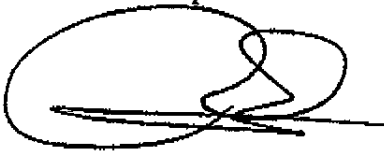
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.**

The following is submitted in compliance with Section 607.0501, Florida Statutes:

French American Network Corp. is a Corporation organized under the laws of the State of Florida, with its registered office located at: 1001 North Federal Highway, Suite 202, in the City of Hallandale, in the County of Broward, State of Florida 33009, and has named Mr. Rejean Leduc, as agent to accept service of process within this State at the office specified in his acceptance below.



Rejean Leduc
Agent

ACCEPTANCE:

I hereby agree, as Registered Agent of French American Network Corp., to accept Service of Process at my office located at: 1001 North Federal Highway, Suite 202, City of Hallandale, County of Broward, Florida 33009, opened during the hours prescribed by Florida Statutes;

I furthermore agree to post my name, and any other officers of said Corporation authorized to accept service or process, at the Florida designated address, in some conspicuous place in said office as required by law.



Rejean Leduc
Registered Agent

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