



NO1000003544

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President

Hosea Butler, Jr.
Secretary

Verbert C. Anderson
Treasurer

Members

Reginald Clyne, Esq.

John A. Hall

Congresswoman Carrie P. Meek

Garth C. Reeves

Dorothea Stewart

Elaine H. Black
Executive Director

May 8, 2001

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

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-05/14/01-01070-032
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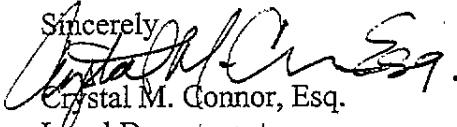
Subject: Articles of Incorporation to be filed.

Dear Mrs. Brown:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificates Designating Place of business, and a money order for filing fees for the following:

No	Company Name	CK/MO #	Amount
1.	META Cultural and Developmental Assoc., Inc.	1239	\$78.75
2.	Jewel Homehealth Services, Inc..	06-152075287	\$78.75
3.	Gem Rehab, Inc.	06-152075286	\$78.75
4.	Organization For Social Economical Development Simon, Inc. / MSP	9479644075	\$78.75
5.	TOTAL		\$315.00

Please file both the Articles and Certificate of Designation for the corporation. Thank you kindly.

Sincerely

 Crystal M. Connor, Esq.
 Legal Department

Encls.

TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

6015 N.W. 7th Avenue • Miami, FL 33127 • (305) 751-8934 • Fax (305) 751-1619
E-mail: tfc@tfc.org • Web Site: <http://www.tfc.org>

MAY 2 2001

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01 MAY 14 AM 10:17
CLERK'S OFFICE OF STATE
FORT LAUDERDALE, FLORIDA*

ARTICLES OF INCORPORATION
OF
ORGANISATION POUR LE DEVELOPPEMENT SOCIAL ET ECONOMIQUE DE SIMON
(ORGANIZATION FOR SOCIAL ECONOMICAL DEVELOPMENT OF SIMON, INC.)
A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned, acting as the incorporator of a not for profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I: NAME

The name of the Corporation shall be: **ORGANISATION POUR LE DEVELOPPEMENT SOCIAL ET ECONOMIQUE DE SIMON, INC.** ; hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the corporation is 1490 NW 20TH COURT SUITE A FORT LAUDERDALE, FL 33311.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSES

The Corporation is organized and operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (I) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (ii) 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 Internal Revenue Law).

ARTICLE V: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE VI: MEMBERSHIP

The corporation shall be a non-membership.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 1490 NW 20TH COURT SUITE A FORT LAUDERDALE, FL 33311.; and **FRANCOIS NERVA DELVA** is the registered agent of the Corporation at that address.

ARTICLE VIII: BOARD OF DIRECTORS

The Board of Directors shall consist of three (3) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the by laws.

The initial Board of Directors shall consist of the following:

FRANCOIS NERVA DELVA	DR. CHARLES RICHARD	CAROLINE PAUL
1490 NW 20 th Court Suite A	5850 Woodland Pt. Drive	1348 NE 14 th Street
Fort Lauderdale, FL 33311	Tamarac, FL 33319	Miami, FL 33161

ARTICLE IX: OFFICERS

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be provided by the bylaws.

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

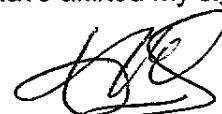
ARTICLE XII: INCORPORATOR

The incorporator of the Corporation is as follows:

FRANCOIS NERVA DELVADR.

1490 NW 20th Court Suite A
Ft. Lauderdale, FL 33311

IN WITNESS WHEREOF, I, FRANCOIS NERVA DELVADR., the undersigned incorporator to these Articles of Incorporation, have affixed my signature thereto on May 8, 2001.



FRANCOIS NERVA DELVADR.

STATE OF FLORIDA)

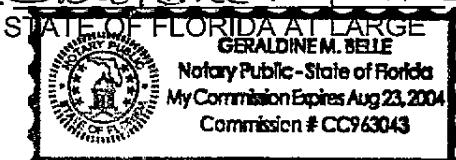
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to before me this 8th day of May, 2001, by FRANCOIS NERVA DELVADR who personally appeared before me at the time of notarization, and who is personally known to me or have produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: Geraldine M. Belle

PRINT: Geraldine M. Belle



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

FILED
01 MAY 14 AM 10:17
FLORIDA
SHERIFF OF STATE
OF FLORIDA
BROWNSVILLE, FLORIDA

Pursuant to the provisions of Sections 48.091 and 617.0501, Florida Statues, the following
is submitted in compliance with said Acts:

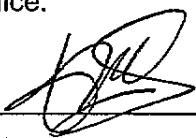
ORGANISATION POUR LE DEVELOPPMENT SOCIAL ET ECONOMIQUE DE SIMON, desiring to
organize under the laws of the State of Florida with its principal office as indicated in the Articles
of Incorporation at City of Ft. Lauderdale; County of Broward, State of Florida, has named Francois
Nerva Delva, at 1490 NW 20th Court, in the City of Ft, Lauderdale, County of Broward, State of
Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

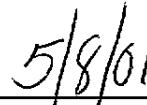
ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the
place designated in this certificate, I hereby accept to act in this capacity, and agree to comply
with the provisions of said Act relative to keeping open said office.

BY: _____


Francois Nerva Delva

DATED: _____


5/8/01