

**CAPITAL CONNECTION, INC.**  
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**NO1000005421**

The Association For the  
Advancement of the Haitian People, Inc.

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-08/01/01--01052--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**FILED**  
01 AUG -1 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- ☒ Art of Inc. File \_\_\_\_\_  
☐ LTD Partnership File \_\_\_\_\_  
☐ Foreign Corp. File \_\_\_\_\_  
☐ L.C. File \_\_\_\_\_  
☐ Fictitious Name File \_\_\_\_\_  
☐ Trade/Service Mark \_\_\_\_\_  
☐ Merger File \_\_\_\_\_  
☐ Art. of Amend. File \_\_\_\_\_  
☐ RA Resignation \_\_\_\_\_  
☐ Dissolution / Withdrawal \_\_\_\_\_  
☐ Annual Report / Reinstatement \_\_\_\_\_  
☒ Cert. Copy \_\_\_\_\_  
☐ Photo Copy \_\_\_\_\_  
☐ Certificate of Good Standing \_\_\_\_\_  
☐ Certificate of Status \_\_\_\_\_  
☐ Certificate of Fictitious Name \_\_\_\_\_  
☐ Corp Record Search \_\_\_\_\_  
☐ Officer Search \_\_\_\_\_  
☐ Fictitious Search \_\_\_\_\_  
☐ Fictitious Owner Search \_\_\_\_\_  
☐ Vehicle Search \_\_\_\_\_  
☐ Driving Record \_\_\_\_\_  
☐ UCC 1 or 3 File \_\_\_\_\_  
☐ UCC 11 Search \_\_\_\_\_  
☐ UCC 11 Retrieval \_\_\_\_\_  
☐ Courier \_\_\_\_\_

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DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: **KC**

Name \_\_\_\_\_

Date **8/1**

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

**J. BRYAN AUG - 1 2001**

ARTICLES OF INCORPORATION  
OF  
THE ASSOCIATION FOR THE  
ADVANCEMENT OF THE HAITIAN PEOPLE, INC.  
(a not-for-profit corporation)

FILED  
01 AUG -1 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator signs and delivers these Articles of Incorporation in order to form a corporation not for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

THE ASSOCIATION FOR THE ADVANCEMENT OF THE HAITIAN PEOPLE, INC.

ARTICLE II -PURPOSES

This corporation is organized and shall operate exclusively for charitable and educational purposes but limited to exempt purposes described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("exempt Purposes"); and this corporation may engage in only such activities permitted under the laws of the State of Florida and the United States of America as shall constitute activities in furtherance of such exempt purposes. In furtherance of such purposes, it may make distributions or conduct and maintain activities on its own behalf and it may make distributions or otherwise assist other corporations, organizations and institutions that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

As means and incidental to accomplishing the purposes for which this corporation is being organized, it shall have the following powers:

To accept, acquire, receive and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever nature or description and wherever situated; and

To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both real and personal as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law; and

To borrow money and, from time to time to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the corporation for monies borrowed or in payment for property acquired or for any of the other purposes of the corporation,

and to secure the payment of any such obligations by mortgages, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the corporation, and to secure the payment of any such obligations by mortgages, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the corporation, wherever situated; and

To invest or reinvest its funds in such stocks, bonds, debentures, mortgages or other investments or securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift; and

To serve as trustee of any property, real or personal, wheresoever situated either within or without the State of Florida; and

In general, to exercise such other powers such other powers which now are or which hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth as necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the corporation, subject to such limitations as are or may be prescribed by law.

Notwithstanding any other provision of the 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, or the corresponding section of any future federal tax code; or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the Corresponding section of any future federal tax code.

No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any member, director or officer of the corporation or any other private individual in such a fashion as to constitute an application of funds not within the purpose of exempt organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. However, reimbursement for expenditures, the payment of reasonable compensation for services rendered, or payments and distributions in furtherance of the Corporation's exempt purposes, shall not be deemed to be a distribution of income or principal.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation, and no part of the activities of this corporation shall consist of participating in, or intervening in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, no Member, Officer or Director shall be entitled to any distribution or division of the corporation's property or its proceeds, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, as provided by law, exclusively to an organization or organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended (corresponding sections of any prior

or future law), or to the federal, state or local government for exclusively public purposes. Any such assets not so disposed of shall be disposed of by court of competent jurisdiction of the county in which the principal office of the office of the corporation is then located, exclusively for such purpose or to such organization of organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

### ARTICLE III - MEMBERS

In the event that this corporation shall have members, the qualification of such members and the manner of their admission shall be prescribed from time to time in the Bylaws of the Corporation. The Corporation may have two or more classes of members, including regular voting members, nonvoting members, and honorary members, as well as such other classes of members as any be determined under By-laws.

### ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

### ARTICLE V - DIRECTORS

This corporation shall have five (5) Directors, initially. The number of Directors may be increased or diminished from time to time in accordance with the By-laws, but shall never be less than three (3). The manner in which the directors are to be elected or appointed is as stated in the By-laws.

The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's By-laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

The names and post office addresses of the members of the first Board of Directors who shall serve until their successors are elected are:

Serge Thebaud: 790 14th Street SE, Naples, Florida 34117

Brunel Pierre: 5437 Trammel St Naples, Florida 34113

Jean Elie Pierre Louis: 4601 Bayshore Drive #A-2, Naples, Florida 34112

Wilfred Baker: 2607 Thomason Drive 320, Naples, Florida 34112

Orange Salmont: 1015 2<sup>nd</sup> Avenue North, A-10, Naples, Florida 34102

#### ARTICLE VI - MAILING ADDRESS OF CORPORATION

The initial street address of the corporation is 2378 Linwood Avenue, Naples, Florida 34112 and the mailing address of the corporation is 2378 Linwood Avenue, Naples, Florida 34112.

#### ARTICLE VII - NAME AND OFFICE OF REGISTERED AGENT

The name and street address of this corporation's initial registered agent is:

John N. Brugger, Esq., 600 5<sup>th</sup> Avenue South, Suite 207, Naples, Florida 34102

#### ARTICLE VIII - BY-LAWS

The By-laws of this corporation are to be made and adopted by the approval of the Board of Directors of the corporation, and may be altered, amended or rescinded by the Board of Directors.

#### ARTICLE IX – AMENDMENTS TO ARTICLES

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended, from time to time, unless ore specific provisions for amendments are adopted by the corporation pursuant to law.

#### ARTICLE X – INDEMNIFICATION

The corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the laws of the State of Florida.

#### ARTICLE XI – DEBT OBLIGATIONS AND PERSONAL LIABILITY

No Member, Officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the Members, Officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE XII - NAME AND ADDRESS OF INCORPORATOR

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

Serge Thebaud  
790 14th Street SE  
Naples, Florida 34117

IN WITNESS WHEREOF, I have subscribed my name this 31<sup>st</sup> day of July, 2001.

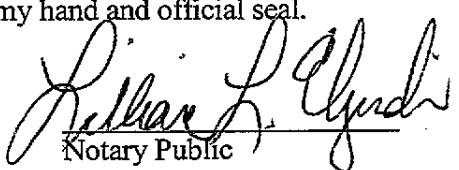
  
SERGE THEBAUD

STATE OF FLORIDA  
COUNTY OF COLLIER

On this 31<sup>st</sup> day of July, 2001, before me, a Notary Public, the undersigned officer, personally appeared Serge Thebaud to me known to be the person whose name is subscribed to the within instrument and he acknowledged that he executed the same for the purpose contained therein, who is personally known to me.

IN WITNESS WHEREOF, I hereby set my hand and official seal.



  
Notary Public

My Commission Expires: \_\_\_\_\_

APPOINTMENT OF RESIDENT AGENT

STATE OF FLORIDA  
DEPARTMENT OF STATE


Certificate designating place of Business or Domicile for the Service of Process within this State, naming Agent upon whom process may be served and names and addresses of the Officers and Directors.

THE ASSOCIATION FOR THE ADVANCEMENT OF THE HAITIAN PEOPLE, INC., a Florida not-for-profit corporation, under the laws of the State of Florida, with its principal office at 2378 Linwood Avenue, Naples, FL 34112, named John N. Brugger, Esq., 600 5<sup>th</sup> Avenue South, Suite 207, Naples, Florida 34102, as its resident agent to accept service of process within this State.

DATED: July, 31<sup>st</sup>, 2001.

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; to pose my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

  
\_\_\_\_\_  
JOHN N. BRUGGER

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TALLAHASSEE, FLORIDA