

TRANSMITTAL LETTER

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9/18/01

**ARTICLES OF INCORPORATION
OF**

Espoir 2000, Inc.

FILED

2001 SEP 14 AM 10:48

[In Compliance with Chapter 617, F.S., (Not for Profit)]

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be: *Espoir 2000, Inc.*

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
330 S.W. 20th Avenue, Suite 3, Fort Lauderdale, FL 33312

ARTICLE III PURPOSES

The specific purpose for which the corporation is recognized is: To provide culturally competent programs and services to individuals to improve their quality of life.

This corporation is organized exclusively for charitable, religion, educational, and scientific purposes, including, for such purposes, the making of distributions to Organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Jean R. Virgile, 690 N.E. 13th Street, Suite 105, Fort Lauderdale, Florida, 33304. Located in the County of Broward.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is
Ralph S. Morisset, 690 N.E. 13th Street, Fort Lauderdale, Florida 33304. Located in the County of Broward.

ARTICLE VI DISSOLUTION

Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by any organization 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.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, State or local government for a public purpose. Any such assets not so disposed of shall be disposed by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

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ARTICLE VII MANNER OF ELECTING DIRECTORS

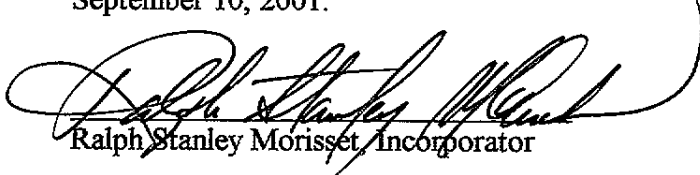
The method of election of directors is as stated in the bylaws.

ARTICLE VIII INITIAL DIRECTORS/OFFICERS

The following individuals will serve as Board members of this organization:

Chairperson: Louis Louissaint
Secretary: Macene Dorsainvil
Treasury: Islene T. Ministre
Member: Jacqueline Antoine

The undersigned incorporator has executed these Articles of Incorporation of this 10th day of September 10, 2001.


Ralph Stanley Morisset, Incorporator

The document was prepared by:

Ralph Stanley Morisset, 690 N.E. 13th Street, Fort Lauderdale, Florida 33304. (954) 764-4676.

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate. I am familiar with and accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature/Registered Agent

09-11-2001
Date

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SECRETARY OF STATE
TALLAHASSEE FLORIDA