

N81000007443

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
01 OCT 19 AM 7:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: *Incorporation*

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status & Certified Copy

\$78.75
Filing Fee

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

FROM:

Name (Printed or typed)

800004518778--0
-08/06/01--01054--019
*****87.50 *****87.50

NATIONAL ASSOCIATION FOR THE ADVANCEMENT OF HAITIAN DESCENDENCE, INC.

Address

1805 N. FLORIDA AVENUE, TAMPA, FL 33602

City, State & Zip

Daytime Telephone number

(813) 314-0034

10-19-01
1559.0
WV

NATIONAL ASSOCIATION FOR THE ADVANCEMENT
OF HAITIAN DESCENDENCE

October 4, 2001

Mrs. Wanda Cunningham
FLORIDA DEPARTMENT OF STATE
Document Specialist
New Filing Section

Reference Number: W01000018596
HAITIAN-AMERICAN CITIZEN COMMITTEE, Inc.

Dear Mrs. Cunningham

I am Nodeler A. Dorcilien whom you spoke with on the phone on October 4, 2001.

I am sending you this letter regarding the changes made from the previous filing.

The Official name now is: NATIONAL ASSOCIATION FOR THE ADVANCEMENT
OF HAITIAN DESCENDENCE, INC.

Includes a copy of your letter sent and we would be please answer any question that you
may have. Please feel free to contact me at (954) 322-8792 or you can reach me at (646)
250-1966

May God bless you America and you.



Nodeler A. Dorcilien
President.

ARTICLES OF INCORPORATION OF

NATIONAL ASSOCIATION FOR THE ADVANCEMENT OF HAITIAN DESCENDENCE, INC.

1
FILED
01 OCT 19 AM 7:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Corporation Not For Profit Corporation Act. Florida Statutes Chapter 617 does hereby make and adopt the following Articles of Incorporation.

Article 1. Name. The name of the Corporation is as follows: National Association for the Advancement of Haitian Descendence, Inc., (

Article 2. Address. The address of the principal office and the mailing address of the corporation is: 5921 NW. 13th Street. Sunrise, FL. 33313.

Article 3. Initial Registered Office and agent. The street address of the initial Registered Office of the Corporation is 5921 NW. 13th Street. Sunrise, FL. 33313, and the name of its initial Registered Agent at that address is Nodeler Dorcilien.

Article 4. No stock; Members. The Corporation shall not issue shares of stock. The Corporation may have non-voting members in the discretion of the board of Directors. The qualifications for members and the manner of their admission shall be as set forth by the laws.

Article 5. Not for profit. The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The Corporation is not formed for the pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Directors or Officers, except the extent permissible under these articles, under law and under Section 501 (C) (3) of the United States Internal Revenue Service Code of 1986 (hereinafter "Code"). If the Corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the Corporation and no part of the income or assets of the Corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these, under law and under Section 501 (C) (3) of the Code.

Article 6. The duration (term) of the Corporation is perpetual.

Article 7. Purposes. The Corporation is organized, and shall be operated exclusively for charitable, educational, and nonprofit purposes, including, but not limited to providing information, civic and economic development of the Haitian American Communities Nationwide, helping them to understand their rights and responsibilities and take a special interest in their communities as residents and citizens of the United States, as well as to educate the general public about Haitian customs and culture. Also, our purpose is to gather funds to further develop the organization and the Haitian communities nationwide.

Article 8. Powers. Solely for the purposes, the Corporation shall have the following powers;

- A. To exercise all rights and powers conferred by the laws of the United States of Florida upon nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property.
- B. To engage in and transact any other lawful activity, solely in furtherance of the foregoing Purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to said Act.
- C. To do such other things as are incidental to the powers of the Corporation or necessary or desirable in order to accomplish the Purposes of the Corporation.

Article 9. Limitation. No part of the net earnings of the Corporation shall inure directly or indirectly to the benefit of or be distributable to its members (it the Corporation) ever has any), Directors or Officers, but 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 (Purposes) hereof.

Article 10. Tax Exempt Status. It is intended that the Corporation shall have and continue to have the status of a corporation that is exempt from Federal income taxation under Section 501 (C) (3) of the Code as an organization described in section 509 of the Code. These Articles shall be construed accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of exemption under Section 501 (C) (3) of the Code. All references in these Articles to sections of the Internal Revenue Code or Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

Article 11. 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, distribute all of the assets of the Corporation exclusively for the charitable, scientific, development or education purposes in such manner and to such qualified organization or organizations as to the board of Directors shall determine.

Any of such assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for the aforesaid purposes of the Corporation or to such qualified organization or organizations as said court shall determine. For the purposes of this Article, an organization is a "qualified organization" only if, at the time of receiving such assets, it is operated exclusively for the purposes described in section 170 (c)(1) or 170 (c)(2)(B) of the Internal Revenue Code of 1986 and is described in section 509 (a)(1), (2) or (3) of said Code.

Article 12. Board of Directors. There shall be a Board of Directors shall consist of not less than (3) individuals and not more than seven (7) individuals. The incorporator elects the initial Directors. Thereafter each Director shall be elected by majority vote of the Board of Directors in the manner and at the times set forth in the by laws. Any Director may be removed by the affirmative vote of at least two-thirds (2/3) of the Board of Directors.

Article 13. Officers. The officers of the Corporation may consist of a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other Officers and Assistant Officers as may be provided for in the bylaws or by resolution of the Board of Directors. Each officer shall be elected by majority vote of the Board of Directors with the approval of the President (and may be removed by majority vote of the Board of Directors with the approval of the President) at such time and in such manner as may be prescribed by the laws or by law.

Article 14. Incorporator. The name and the street of the Incorporator is as follows: Nodeler Dorcilien, 5921 NW 13 Street. Sunrise, Fl. 33313.

Article 15. By Laws. The bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

Article 16. Amendment. The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them.

Article 17. Indemnification. And civil Liability Immunity. The Corporation shall indemnify each indemnity each Director and Officer, including former Directors and Officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the Corporation be an organization the Officers and Directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

Article 18. Commencement of Corporate Existence. The date when corporate existence shall commence is upon the acceptance of these Articles for filing by the Department of State of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has signed these Articles of corporation on Oct 4th, 2001.


Nodeler A. Dorcilien, Incorporator

**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE BY REGISTRATION AGENT**

Pursuant to the provisions of Florida Statutes of chapter 617, the undersigned corporation organized under the not for profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the corporation in the State of Florida:

1. The name of corporation is: National Association for the Advancement of Haitian Descendence, Inc.
2. The name and Address of the registered agent and registered office is:
NODELER A. DORCILLEN, 5921 NW. 13 Street. Sunrise, FL. 33313

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby 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.

Dated: Oct 4th, 2001


Nodeler A. Dorcilien, Registered Agent