

TRANSMITTAL LETTER

No 20000000 766

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

SUBJECT: MEDCOR INTERNATIONAL, INC.
(Proposed corporate name - must include suffix)

000004853750--0
-02/01/02--01052--010
*****87.50 *****87.50

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

☐ \$78.75 Filing Fee
& Certified Copy
☒ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Fred Jean
Name (Printed or typed)

4850 West Oakland Park Blvd., Suite B, Bldg 2
Address

Lauderdale Lakes, Florida 33313
City, State & Zip

(954) 677-8444
Daytime Telephone number

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB - 1 AM 10:20

NOTE: Please provide the original and one copy of the articles.

BR 2-1



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 17, 2002

FRED JEAN
4850 W OAKLAND PARK BLVD, STE B, BLDG 2
LAUDERDALE LAKES, FL 33313

SUBJECT: MEDCOR INTERNATIONAL, INC.
Ref. Number: W02000001460

We have received your document for MEDCOR INTERNATIONAL, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$87.50. Your document will be retained in our pending file.

If you have any further questions concerning your document, please call (850) 245-6919.

Beth Register
Corporate Specialist Supervisor
New Filings Section

Letter Number: 702A00002454

ARTICLES OF INCORPORATION
OF
MEDCOR INTERNATIONAL, INC.
A FLORIDA NON-PROFIT CORPORATION

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB -1 AM 10:21

Article 1

The name of the Corporation is Medcor International, Inc. The time of commencement of the Corporation is immediate and the duration of the Corporation is perpetual.

Article 2

The principal place of business and mailing address of the Corporation is 4850 West Oakland Park Blvd., Suite B, Bldg 2, Lauderdale Lakes, Florida 33313.

Article 3

The purposes of the Corporation are as follows:

A. It is not organized for the private gain of any person. It is exclusively for religious, community, charitable, scientific, literary and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. The Corporation is organized (and shall be operated) on a non stock basis within the meaning of the non-profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates, if so provided in the by-laws. The specific purposes of this Corporation are:

1. To be a resource organization, which addresses the problems communities are facing. These problems include homelessness, domestic violence, child abuse, broken and dysfunctional families, substance abuse, crime, incarceration, poverty, illness, limited education, unemployment, mental disorders and others.
2. Taking a systemic approach that will consider the environmental aspects, which determine the attitudes, values, knowledge and behaviors of the clients served.
3. To assist disadvantaged individuals in their transition from dependence to self-sufficiency.
4. To provide structured and comprehensive services that will help people achieve their fullest potential.
5. To develop a facility located in various communities to include Haiti and Costa Rico that will:
 - (a) Value all human life
 - (b) Respect the dignity of each person
 - (c) Celebrate human diversity
 - (d) Offer a chance at life and the realization that someone cares
 - (e) Be a source of food for the hungry
 - (f) Provide shelter from violence and homelessness
 - (g) Offer a chance to overcome addictions
6. To disregard an individuals religion, race, age and creed.
7. To provide educational services through seminars and workshops on a variety of topics.

8. To provide health and medical services and supplies to individuals which will include the following:

- (a) Nursing care
- (b) Home health aide services
- (c) Nutritional direction
- (d) Physical, occupational, respiratory, speech therapy
- (e) Prescribed medical care

9. To meet other needs in the communities, which may be identified.

10. To solicit and accept donations and gifts as the means to provide charity to the community.

B. To exercise all rights and powers of the laws of the State of Florida upon not-for-profit Corporations.

C. The Corporation shall not engage in any actions, which is not permitted to be carried on by nonprofit Corporations under the Internal Revenue Code. No part of the net earnings of the Corporation shall inure to be benefit of or be distributed to its members, directors or officers. The Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distribution in furtherance of its stated purposes.

Article 4

Any person 21 years of age or older committed to the specific and primary purpose stated herein, upon the approval of the board of directors, shall be eligible for membership in this Corporation.

Article 5

The names and addresses of the Directors are:

Fred Jean
4850 W. Oakland Pk Blvd
Suite B, Bldg 2
Lauderdale Lakes, FL 33313


Marie Carmel Decatus
4850 W. Oakland Pk Blvd
Suite B, Bldg 2
Lauderdale Lakes, FL 33313

Yves Polynice
4850 W. Oakland Pk Blvd
Suite B, Bldg 2
Lauderdale Lakes, FL 33313

Article 6

The Registered Agent is Fred Jean who accepts such responsibility. Said Registered Agent knows that service of process may be made in all suits against the Corporation in the courts of the State of Florida.

I have hereunto set my signature this 1st day of November 2001.


Fred Jean, Registered Agent
4850 West Oakland Park Blvd., Suite B, Bldg 2, Lauderdale Lakes, FL 33313

Article 7

The name and address of the Incorporator is Fred Jean, 4850 West Oakland Park Blvd., Suite B, Bldg 2, Lauderdale Lakes, FL 33313


Fred Jean, Incorporator

Article 8

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the Corporation shall not participate in, or intervene in any public campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal and state income taxes under Section 501(c)(3) of the Internal Revenue Code of 1954.

Article 9

The board of directors shall have the power to make, alter or rescind the by-laws of the Corporation by the affirmative vote of a majority of the directors at any meeting called pursuant to the by-laws.

Article 10

The board of directors shall have the power to amend these Articles of Incorporation by the affirmative vote of a majority of the directors.

Article 11

This Corporation shall operate under an Indemnification and Covenant Not to Sue. This Corporation will indemnify and hold harmless its directors and officers from any actions they take on behalf of the Corporation. If a director or officer is ever sued for reasonable actions taken on behalf of the Corporation, the Corporation maybe responsible as agreed upon by the directors and officers. No director, officer, member, employee, contractor, representative, etc. shall sue the Corporation for any loss, hurt, damage, etc. sustained in carrying out their responsibilities if the Corporation has exercised reasonable care and caution. Any director, officer or employee may be held liable for negligence or misconduct in the performance of his or her duties. Any right of indemnification shall not be deemed exclusive of any other right to which such director or officer may be entitled a part of this Article.

Article 12

Upon dissolution of the Corporation, the assets remaining after payment of or provision for all debts and liabilities of the Corporation 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 disposed of shall be disposed of by the Court of Common Pleas, of the county in which the principal office of the organization is then located, exclusively for such purposes.

Article 13

The board of directors will be elected or appointed in accordance with the by-laws. The number of directors may be raised or lowered by amendment of the by-laws but shall in no case be less than three (3).

Article 14

The officers of the Corporation shall consist of a CEO, Vice President and a Secretary. Other officers maybe provided for in the by-laws. Each officer can be elected by the board of directors and maybe removed by the board of directors at such manner as maybe prescribed in the by-laws. The names and addresses of an officer of the Corporation maybe changed.