

**N02 00002832**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*N02 - 2832*

**TRANSMITTAL LETTER**

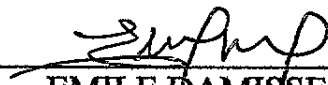
**Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314**

400004687884--5  
-11/19/01--01081--005  
\*\*\*\*\*89.50 \*\*\*\*\*87.50

**SUBJECT: UDAF, INC.**

Enclosed is an original and one (1) copy of the articles of incorporation for the referenced corporation and a check for \$ 89.50, including filing fee, certified copy and certificate.

**FROM:**

  
**EMILE DAMISSE**  
13807 Callington Drive  
Wellington, Florida 33414

*✓*  
*4/18*  
*(C)*  
Emile Damisse GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Dekt DBA NAME  
DATE 11-27-01  
DOC. EXAM CB

**C. BLALOCK NOV 28 2001**  
*W-0126908*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 18, 2002

EMILE DAMISSE  
13807 CALLINGTON DR  
WELLINGTON, FL 33414

SUBJECT: UDAF, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT (P01000112694) corporation. Please be advised, we have corrected our records to reflect this corporation as a NON PROFIT corporation and assigned new document number N02000002832 with the original file date of November 19, 2001.

Any annual reports/uniform business reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,  
Beth Register  
Corporate Specialist Supervisor  
New Filings Section

Letter number: 602A00023100

**ARTICLES OF INCORPORATION OF  
UDAF, INC.**

**FILED**

01 NOV 19 AM 11:54

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned:

Emile Damisse, Gerald Excellent, Webert Edouard, Gladys Bosse, Michelet Bienvenu, Leant-St Hubert and Desile Bertrand

Whose names are hereunto subscribed, all of full age, who severally declared that, availing themselves of the profits and provisions of the constitution of the State of Florida and the laws of said State relative to the organization of Non-Profit Corporations, in compliance with Chapter 617 of Florida Statutes (F.S.), they have united to form, and do by these presents form and organize themselves, as well as other persons who may hereafter join or become associated with them or their successors, into a non-profit corporation for the objects and purposes and under the covenants, stipulations and agreements following to-wit:

**ARTICLE I: NAME**

The name and the title of the corporation shall be: **UDAF, INC.**,

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

3674 Davie Boulevard  
Fort Lauderdale, Florida 33312

**ARTICLE III: PURPOSE**

The purposes for which this corporation is organized are:

- 3.1 To contribute to the social and economic development of the commune of Aquin, located in the South Department of Haiti, about 120 kms, south of Port-Au-Prince, Capital City of Haiti;

- 3.2 To provide technical and financial assistance to the communities living in the Commune of Aquin and its surroundings to promote good health habits, agricultural development, appropriate education system and sound project management techniques;
- 3.3 To elaborate and implement various development projects such as: electrification, irrigation, water supply, education, flood control, public health and sanitation;
- 3.4 To provide financial, legal and other appropriate assistance to the unfortunate people originally from Aquin, leaving in Florida, particularly those who just come into Florida;
- 3.5 To Collect and administer donations from individuals, local, national or international organizations, private and government agencies to carry out various programs within the goals of this corporation.

#### **ARTICLE IV: MANNER OF ELECTION**

The manner in which the directors of this corporation are elected and appointed is:

- 4.1 The corporate power and management of this corporation shall be vested in, and exercised by a board of directors of not less than seven (7) members, to be elected annually, at a general meeting of the members on the second Sunday in January in each year, beginning with the year 2002, to be held at the registered office within or outside of the state of Florida, as may be provided in the by-laws.
- 4.2 The officers of this corporation shall consist of a president, who shall be a member of the board of directors, a vice-president, a secretary, a treasurer and such other officers as the board of directors may elect or appoint. Any two or more offices may be held by the same person, except the office of president and secretary. The president, the vice-president, the secretary and the treasurer are to be elected annually by the board of directors and shall serve for one year or until their successors are duly elected and installed.
- 4.3 At all elections for directors, as well as at all other meetings of the members, each member, whose dues are paid for the current fiscal year, shall be entitled to one vote, and a majority of all such members shall decide all elections or any question coming before any such meeting.

- 4.4 Any vacancy occurring among the directors and the officers of this corporation, by death, resignation or otherwise, shall be filled by election for the remaining term, the next regular or special meeting of the board of directors.
- 4.5 Failure to elect directors annually shall not dissolve this corporation nor impair its corporate existence or management, but the directors then in office shall remain in office until their successors shall have been duly elected and installed.
- 4.6 A majority of fifty percent of the directors plus one shall constitute a quorum; and a quorum shall be necessary to consider any question that may come before any meeting of the directors. If a quorum is not present at a duly assembled meeting, a majority of those present may adjourn the meeting from time to time, but may not transact any other business until a quorum is secured. A quorum being present, the affirmative vote of a majority of the directors present shall be necessary to decide any question.
- 4.7 The board of directors shall have the power to make, alter, and annul such by-laws, rules, and regulations for the government of the affairs of this corporation as it may deem proper.
- 4.8 Special meeting of the members of this corporation may be called at such times and places as determined by the board of directors or by the president.
- 4.9 Meetings of the board of directors may be held outside of the state of Florida.

#### **ARTICLE V: CAPITAL STOCK**

This corporation is to be organized on a non-stock basis and without capital stock. There shall be but one class of membership. The subscribers to these Articles of Incorporation shall be the first members of this corporation. Other members may be selected at any time, by the president and approved by the board of Directors. Each member of this corporation, upon the payment of dues as set in the by-laws of the corporation, shall be entitled to a certificate of membership for the fiscal year for which such dues are paid.

The certificate of membership shall be signed by the president or the vice-president and the secretary.

Members may resign by written resignation submitted to the board of directors, and such resignations shall be effective when accepted by the board of directors. Membership or any office held by any member may be revoked by a majority of two thirds (2/3) of the board of directors for reasons duly documented by the board. However, the member or the officer whose membership or directorship is being revoked may challenge this decision before the next general assembly of the members. A majority of two thirds (2/3) of the members present shall vote against such a decision to reverse the revocation of any membership or directorship.

#### **ARTICLE VI: INITIAL BOARD OF DIRECTORS**

The names, titles and street addresses of the initial directors are as follows:

**Emile Damisse, President**  
13807 Callington Drive  
Wellington, Florida 33414

**Webert Edouard**  
344 SE 11<sup>th</sup> Ave Apt. 2  
Pompano Beach, Florida 33060

**Gerald Excellent, Secretary**  
6044 NW 45 Way  
Coconut Creek, Florida 33073

**Gladys Bosse, Treasurer**  
6860 NW 45<sup>th</sup> Court  
Lauderhill, Florida 33319

**Michelet Bienvenu, Board Director**  
5495 NW 10<sup>th</sup> Court, Apt. 205  
Plantation, Florida 33313

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**Leant St-Hubert, Board Director**

1700 NW 58<sup>th</sup> Terrace, Apt. 1R  
Sunrise, Florida 33313

**Desile Bertrand, Board Director**

15157 SW 46<sup>th</sup> Street  
Miramar, Florida 33027

**ARTICLE VII: INITIAL REGISTERED OFFICE and AGENT**

The name and the address of the initial Registered Agent of this corporation are:

Emile Damisse  
13807 Callington Drive  
Wellington, Florida 33414

**ARTICLE VIII: INCORPORATORS/SUBSCRIBERS**

IN witness WHEREOF, the undersigned have executed these Article of Incorporation this 11<sup>th</sup> day of Nov., 2001

The names of the persons signing these Articles of Incorporation are as follows:

  
EMILE DAMISSE

  
GERALD EXCELLENT

  
LEANT ST-HUBERT

Gladys Bosse  
**GLADYS BOSSE**

Michelet Bienvenu  
**MICHELET BIENVENU**

Leant St-Hubert  
**LEANT ST-HUBERT**

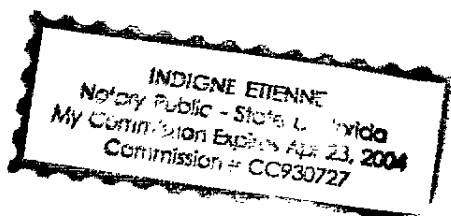
Desile Bertrand  
**DESILE BERTRAND**

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared **Emile Damisse** who is personally known to me, after being duly sworn, acknowledged that foregoing Article of Incorporation were executed for the purpose therein expressed. The following identification was produced: \_\_\_\_\_

WITNESS by hand and seal this 11<sup>th</sup> day of NOV., 2001.

Indigne Etienne  
**NOTARY PUBLIC**





STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared **Gerald Excellent** who is personally known to me, after being duly sworn, acknowledged that foregoing Article of Incorporation were executed for the purpose therein expressed. The following identification was produced: \_\_\_\_\_

WITNESS by hand and seal this 11<sup>th</sup> day of NOV., 2001.



*Indigne Etienne*  
NOTARY PUBLIC

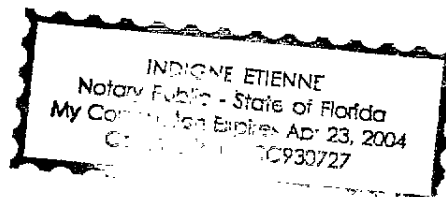
INDIGNE ETIENNE  
Notary Public - State of Florida  
My Commission Expires Apr 23, 2004  
Commission # CC930727

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared **Webert Edouard** who is personally known to me, after being duly sworn, acknowledged that foregoing Article of Incorporation were executed for the purpose therein expressed. The following identification was produced: \_\_\_\_\_

WITNESS by hand and seal this 11<sup>th</sup> day of NOV., 2001.

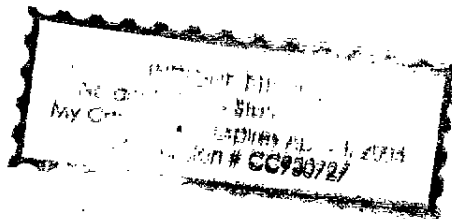
*Indigne Etienne*  
NOTARY PUBLIC



STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared **Gladys Bosse** who is personally known to me, after being duly sworn, acknowledged that foregoing Article of Incorporation were executed for the purpose therein expressed. The following identification was produced: \_\_\_\_\_

WITNESS by hand and seal this 11<sup>th</sup> day of NOV., 2001.



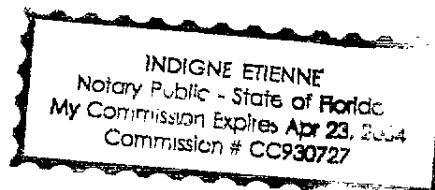
*Indigne Etienne*  
NOTARY PUBLIC

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared **Michelet Bienvenu** who is personally known to me, after being duly sworn, acknowledged that foregoing Article of Incorporation were executed for the purpose therein expressed. The following identification was produced: \_\_\_\_\_

WITNESS by hand and seal this 11<sup>th</sup> day of NOV., 2001.

*Indigne Etienne*  
NOTARY PUBLIC

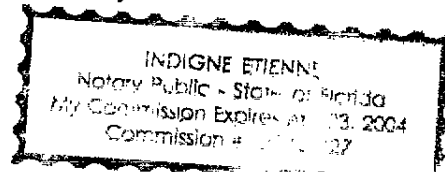


STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared **Leant St-Hubert** who is personally known to me, after being duly sworn, acknowledged that foregoing Article of Incorporation were executed for the purpose therein expressed. The following identification was produced: \_\_\_\_\_

WITNESS by hand and seal this 11<sup>th</sup> day of NOV., 2001.

*Indigne Etienne*  
NOTARY PUBLIC

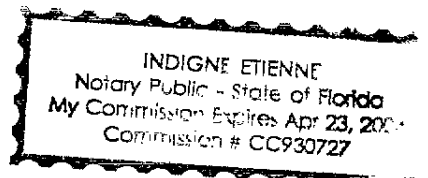


STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared **Desile Bertrand** who is personally known to me, after being duly sworn, acknowledged that foregoing Article of Incorporation were executed for the purpose therein expressed. The following identification was produced: \_\_\_\_\_

WITNESS by hand and seal this 11<sup>th</sup> day of NOV., 2001.

*Indigne Etienne*  
NOTARY PUBLIC



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

STATE OF FLORIDA  
COUNTY OF BROWARD

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

That UDAF, INC. desiring to organize under the laws of the State of Florida,  
has named EMILE DAMISSE, 13807 Callington Drive, Wellington, Florida  
33414 as its agent to accept service of process within the State of Florida.

**ACKNOWLEDGEMENT:**

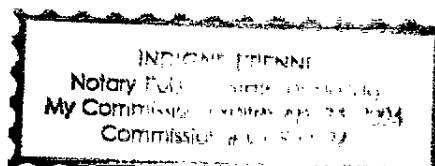
Having been named to accept service of process for the above stated  
Corporation, at the designated in this certificate, I hereby accept to act to this  
capacity, and agree to comply with the provisions of said act relative to  
keeping open said office.

  
Emile Damisse

Date: 11-11-2001

BEFORE ME, a Notary Public, personally appeared **Emile Damisse** who is  
personally known to me, after being duly sworn, acknowledged that  
foregoing Article of Incorporation were executed for the purpose therein  
expressed. The following identification was produced: \_\_\_\_\_

WITNESS by hand and seal this 11<sup>th</sup> day of NOV., 2001.



  
NOTARY PUBLIC

01 NOV 19 AM 11:54  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**FILED**