

NO2000009410

TRANSMITTAL LETTER

TO: Qualification/Registration Section
Division of Corporations

SUBJECT: ASSOCIATION FOR THE DEVELOPMENT OF LAZILE INC.
(Name of Corporation)

00167
00855-00047-029123

W02-00352

400006859054--2
-08/01/02--01059--002
*****87.50 *****87.50

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conducts its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Vilbrun LALANNE
(Name of Person)

Dade County Public School
(Firm/Company)

190 NE 91 Street
(Address)

Miami Shores, FL 33138
(City, State and Zip Code)

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 DEC -4 AM 7:56

For further information concerning this matter, please call:

Vilbrun Lalanne at (305) 757-8841
(Name of Person) Area Code & Daytime Telephone Number

STREET ADDRESS:
Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
 - \$78.75 Filing Fee & Certificate of Status
 - \$78.75 Filing Fee & Certified Copy
 - \$87.50 Filing Fee, Certificate of Status & Certified Copy
- RR 12/19

LAW OFFICES
ALLEN H. GRUBER, P.A.
ONE DATRAN CENTER
9100 SO. DADELAND BOULEVARD.
SUITE 1550
MIAMI, FLORIDA 33156

TELEPHONE (305) 670-7878

TELEFAX (305) 670-2490

November 26, 2002

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Attention: Michelle Hodges

Re: Association for the Development of L'Azile Inc.

Dear Ms. Hodges,

Enclosed please find the Articles of Incorporation for the Association for the Development of L'Azile, Inc, as well as the letter issued by you. If there is anything further we can assist you with please contact our office.

Very truly yours,

Allen H. Gruber, P.A.
AHG/mm

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 DEC -4 AM 7:56

**ARTICLES OF INCORPORATION
OF
ASSOCIATION FOR THE DEVELOPMENT OF L'AZILE INC.**

Pursuant to Section 617 of the Corporation Laws of the State of Florida:

The undersigned, for the purpose of forming a corporation pursuant to Florida Law, Section 607, hereby certifies as follows:

1. The name of the corporation shall be: ASSOCIATION FOR THE DEVELOPMENT OF L'AZILE, INC.

The purpose of the Corporation shall be:

a. Raise money for Distribution for the town of L'Azile, Haiti which is in need of assistance.

b. To do everything necessary, proper or advisable for the accomplishment of any of the foregoing, provided the same not be inconsistent with the Laws of Florida.

c. This is a not for profit organization

2. The aggregate number of authorized share of stock the Corporation may issue is 50 shares of No par value stock.

3. The principal office of the Corporation shall be located at: 190 NE 91 STREET. MIAMI SHORES, FLORIDA 33138.

4. The amount of capital with which the Corporation shall begin business will be: \$500.00.

5. VILBRUN LALANNE is hereby designated as the Resident Agent of the Corporation upon whom process may be served. The address to which the Secretary of State shall

mail a copy of any notice required by law is: 190 NE 91 STREET., MIAMI SHORES, FLORIDA, 33138.

6. There shall be 3 director(s) of the Corporation, who, unless otherwise provided by the By-Laws, shall hold office for the first year's existence of the Corporation or until their successors are elected or appointed and have qualified.

7. The names and addresses of the Directors of the Corporation are:

VILBRUN LALANNE

ELIEL LABORDE
1050 NE 85th ST
MIAMI, FL 33138

JANEL DELVA

4906 TAFT STREET.

HOLLYWOOD, FLORIDA 33021

8. The names and addresses of the subscribers of these Articles of Incorporation are:

9. The names and addresses of the officers of the Corporation who shall hold office for the first year or until their successors are chosen are:

SONIA CHARLES (SEC.)

11408 SW 18 COURT.

MIRAMAR, FLORIDA 33025

10. The address of the Registered Office of the Corporation shall be:

190 NE 91 STREET. MIAMI SHORES, FLORIDA 33138.

11. The Registered Agent of the Corporation shall be: VILBRUN LALANNE.

12. The By-Laws of the Corporation may be created, altered or amended by the Directors of the Corporation in the following manner:

a. At any regular meeting, any Director may propose an addition or amendment to the By-Laws and such proposal shall thereafter be considered by the Directors. A majority of the shareholders shall ultimately decide on any alterations, amendments or deletions.

b. Notice of any such alteration of the By-Laws shall be given not more than ten (10) days after said vote and each Director shall be given a copy, as well as the Office of the Secretary of State.

13. Amendments to the Articles of Incorporation:

a. May be proposed by any Director of the Corporation.

b. Amendments shall be offered in writing to each Director ten (10) days prior to any scheduled meeting. Majority vote of the shareholders shall determine the passage of an amendment.

c. Each shareholder shall be awarded one vote for each share of common stock owned at the time of any meeting called for the purpose of voting on an amendment.

d. Amendments to the Articles of Incorporation which are subsequently adopted shall be duly noted in the Minute Book and a certified copy thereof shall be forwarded to the Secretary of State.

14. EFFECTIVE DATE
The effective date will be 01/01/03

Page 4:

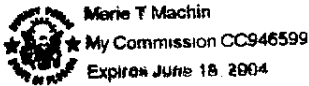
IN WITNESS WHEREOF, the subscriber(s) hereto set hand(s) and seal(s) this 25 day of November, 2002.



VILBRUN LALANNE

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BE IT KNOWN, that this day before me personally appeared Vilbrun Lalanne, known to me personally and acknowledged that the framing of the foregoing Articles of Incorporation was a free and voluntary act and that the facts therein are true and correct.





NOTARY PUBLIC
State of Florida at Large

My commission expires:

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that (ASSOCIATION FOR THE DEVELOPMENT OF L'AZILE, INC.
_____), qualify(ies) under the Laws of the State of Florida, with its principal place of business at City of Miami, State of Florida, has named VILBRUN LALANNE

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Page 5:

02 DEC -4 AM 7:56

Vilbrun Lalanne, located at 190 NE 91 STREET, MIAMI SHORES, FLORIDA 33138, as its agent to accept service of process within Florida.

Signature: Vilbrun Lalanne

Title: President

Date: 11/25/02

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: Vilbrun Lalanne

Title: President

Date: 11/25/02