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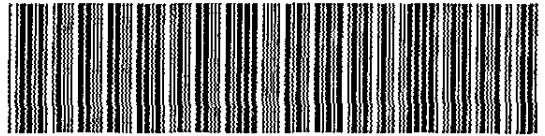
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

No3-3798

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TRANSMITTAL LETTER

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

SUBJECT: LAISSEZ-FAIRE DANCE REPERTORY, Inc.
(Proposed corporate name-must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75, filing fee, Certified copy & Certificate.

FROM: Bernadette. Pierre
Name (printed or typed)

6301 Biscayne Boulevard, Suite 101
Address

Miami Florida 33138
City, State, Zip

(305) 546-3597
Daytime Telephone Number

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



FLORIDA DEPARTMENT OF STATE
Ken Detzner
Secretary of State

February 10, 2003

BERNADETTE PIERRE
6301 BISCAYNE BLVD., STE.101
MIAMI, FL 33138

SUBJECT: LAISSEZ-FAIRE DANCE REPERTORY, INC.
Ref. Number: W03000003799

We have received your document for LAISSEZ-FAIRE DANCE REPERTORY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved corporation or limited liability company. The name of a voluntarily dissolved Florida corporation or limited liability company is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, stating they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 103A00008802

**ARTICLES OF INCORPORATION OF
LAISSEZ-FAIRE DANCE REPERTORY, INC.**

A Florida Not For Profit Corporation

I, the undersigned, acting as Incorporator of a Corporation to be formed under the Florida Not For Profit Corporation Act, adopt the following Articles of Incorporation for such Corporation.

1. Name.

The name of the Corporation is **LAISSEZ-FAIRE DANCE REPERTORY, Inc.**

2. Principal Place of Business

The principal office for the transaction of the business of the Corporation shall be in the City of Miami, County of Dade, State of Florida, and such business may be carried on in such city, such county, adjoining counties, and elsewhere within the state in the discretion of the Board of Directors. The present principal office is 6301 Biscayne Boulevard, Suite, 101, Miami, FL 33138.

3. Nature of business, purposes, and objects.

This corporation is formed to engage in any lawful act or activity for which a corporation may be organized under the laws of the State of Florida. This corporation may also (i) articulate and promote the goals and objectives of Haitian Heritage, (ii) help train students in the performance arts including, but not limited to, dance, music and any effect of like kind, (iii) provide technical and professional solutions to the needs of dance students, (iv) create educational, financial and networking opportunities for dance students that are heading to professional dance schools, (v) engaged in such other activities as will promote these purposes.

The corporation shall operate exclusively for non-profit purposes.

The foregoing paragraphs shall be construed and enumerated both as objectives and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the purposes or objects of the Corporation otherwise permitted by law.

4. Non-Stock Corporation.

This Corporation shall be organized on a nonstock basis.

5. Duration.

The duration of the Corporation shall have perpetual; provided, however, that the Corporation may be dissolved and terminated at any time by agreement of two-thirds of the then-existing board members of the Corporation at any regular meeting or at a special meeting of the board called for that purpose.

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6. Board Members.

The authorized number, qualifications and manner of admission of members of this corporation, voting and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection, and the termination of membership shall be established in the Bylaws of this corporation. The classification and rights, including voting rights, of the various members may differ. Such classification and voting rights shall be established in the bylaws of this corporation.

7. Additional powers.

In furtherance, and not in limitation, of the general powers conferred by the laws of the State of Florida, the Corporation shall have the following additional powers:

(a) To enter into any general or limited partnership or joint venture with any individual, firm, association, or corporation for the purpose of carrying on any business which the Corporation has direct or incidental authority to pursue.

(b) To enter into, for the benefit of its employees, professional or otherwise, one or more of the following: (1) a pension plan; (2) a profit-sharing plan; (3) a sick-pay plan; (4) a thrift and savings plan; (5) a medical expense plan, or (6) other fringe benefit or incentive compensation plans.

8. ByLaws

The Bylaws of the corporation shall be made, altered, rescinded, added to, or new By-Laws may be adopted, at any annual or special meeting upon two-thirds (2/3) vote of the eligible members present and voting, or at any special meeting of the corporation called for that purpose. The procedure for amending the By-Laws shall be set forth in the By-Laws.

9. Amendments.

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation or any amendments to them, and all rights and privileges conferred upon the members, directors and officers are subject to this reservation. The Articles of Incorporation may be amended by a resolution adopted by the board of directors and presented to a quorum of the voting members of the corporation at any special or annual meeting of the members, provided that a copy of the proposed amendment has been sent with the notice of meeting. Any amendment or repeal shall require a vote of at least 2/3 of those eligible members present and voting.

10. Severance.

If any phrase, clause, sentence, paragraph, or provision of these Articles of Incorporation is held void or illegal, it shall not impair nor affect the rest of these Articles of Incorporation and the associates do hereby declare that they would have signed and executed the remainder of these Articles without such void or illegal provision.

11. *Dissolution.*

In the event of dissolution, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the residual assets of the corporation to one or more organizations which themselves are exempt from Federal Income Tax as organizations described in Section 501 (c) (3) of the Internal Revenue Code or corresponding sections of the code as subsequently amended, or to the Federal, State or local government for exclusively public purposes.

12. *Incorporator.*

The name and address of the incorporator to these Articles of Incorporation is:

Bernadette Pierre, Offices at Banyan Bay, 6301 Biscayne Boulevard, Suite 101
Miami, Florida 33138

IN WITNESS WHEREOF, I, the undersigned incorporator, do sign my name this January 21, 2003.



Bernadette Pierre, Incorporator

SEAL



Gertrude Verdela
My Commission CC829187
Expires April 22, 2003

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

BE IT REMEMBERED that on this day personally appeared before the undersigned Notary Public, in and for the State of Florida at Large, Subscribers to the following Certificate of Incorporation, known to me personally/provided identification, to be such and upon their oath, they acknowledge the said Certificate of Incorporation to be the act and deed of the signers and the facts therein stated to be truly set forth.

WITNESS my hand and official seal at Dade County, said County and State, this 21st day of January, 2003.


Notary Public, State of Florida at Large

Gertrude Verdela
My Commission CC829187
Expires April 22, 2003

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

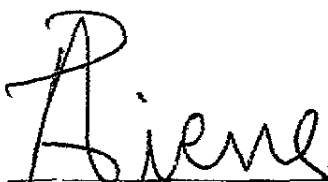
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATION THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: LAISSEZ-FAIRE DANCE REPERTORY, Inc.

2. The name and address of the registered agent and office

is: Andre Dominique Pierre, 6301 Biscayne Boulevard, Suite 101, Miami, Florida 33138.

Having been named registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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.


(Signature)

January 21, 2003
(Date)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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