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#### TRANSMITTAL LETTER

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

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

\$70.00 Filing Fee

S78.75 Filing Fee & Certificate of Status

**□**\$78.75

Filing Fee & Certified Copy **□** \$87.50 Filing Fee,

Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

FROM: <u>EACCOUNTANTS' MAIL COM, LLC</u>
Name (Printed or typed)

5460 N. STATE RD 7 # 108

TAMARAC FL 33319
City/State & Zip

954 667 - 6986

Daytime Telephone number

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

# Articles of Incorporation Of Gonaives Pou Nou Tout, Inc

FILED

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SECRETARY OF STATE TALLAHASSEE FLORIDA

A Florida-Non-Profit Corporation

# Article I Name

The name of this corporation shall be: "Gonaives Pou Nou Tout, Inc."

# Article II Principal Office

The Principal place of business and the mailing address of this corporation shall be: 930 NW 71 Street
Miami, Fl 33150

# Article III Purposes

This corporation is a not-for-profit Corporation, organized for educational and charitable purposes, including but not limited to the following:

- 1. To assist in the maintenance, development and education of the citizens living in Gonaives, Haiti.
- 2. To receive, administer, invest and apply gifts, donations, and contributions in various forms; to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or indirectly to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Service Code and regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
- 3. To promote and improve the living conditions in Gonaives, Haiti.

#### Article IV

# Membership

Any person, corporation, partnership, association or organization who is interested in the purposes of the corporation who is capable of contributing to the achievement of those purposes and the effective operation of the corporation, and who complies with the requirements established in here in the Bylaws shall be eligible for membership.

#### Article V

# **Initial Registered Office and Agent**

The name and address of the initial registered agent shall be Eaccountant's Mall.com, LLC. 1437 NE 4<sup>th</sup> Ave, Fort Lauderdale, Florida 33304.

#### Article VI

#### **Board of Directors**

Manner of Election

The corporation shall initially have five (5) director(s) to hold office until the first annual meeting of the corporation, and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death.

The number of directors may be either increased or decreased from time to time according to the By-laws. The name and address of the directors are as follows:

- 2. Golby Francois 930 NW 71<sup>st</sup> Street Miami, Fl 33150 Title: Vice President
- 3. Carl Henry St Jean 153 N.E. 64th Terrace Miami, Fl 33150 Title: Secretary I
- 4. Kerby Archille 151 N.E. 64<sup>th</sup> Terrace Miami, Fl 33138 Title: Secretary II

5. Frankel Pierre 930 NW 71<sup>st</sup> Street Miami, Fl 33750 Title: Treasurer

#### Article VII - Incorporator

The name and address of the person signing these Articles of Incorporation are: Eaccountant's Mall.com, LLC. 1437 NE 4<sup>th</sup> Ave, Fort Lauderdale, Florida 33304.

For Eaccountants Mall. com, LLC
Serge R Dazile

#### Article VIII - Existence

The corporation shall begin existence upon the receipt of these articles of corporation.

## Article IX Dissolution

Upon any dissolution of this Corporation, its assets remaining after payment or provision for payment of all debts and liabilities of the corporation shall be distributed to a not-for-profit fund, foundation or corporation designated and operated exclusively for charitable purposes and which has established its tax exempt status under section 501 (c) (3) of the internal revenue Service Code as amended or corresponding provisions of any subsequent federal tax laws.

## Article X Limitations

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, members or other private persons (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), the Corporation shall not be engaged in the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in subsection (h) of section 501 of the Internal Revenue Service code, and the corporation shall not participate or intervene in (Including the publishing or distributing of statements) any political campaign on behalf of any candidate or any candidate for public office. Not withstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on:

By corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provision of any future U.S. Internal Revenue law or:

By a Corporation to which contributions are deductible under section 170 (c) (2) of the Internal Revenue code (or corresponding provision of any future U.S. Internal Revenue Service Laws

# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED

In compliance with section 617.0501, Florida statutes, the undersigned corporation, organized under the law of the state of Florida, submits the following statement designating the registered office/registered agent, in the state of Florida.

The corporation Gonaives Pou Nou Tout, Inc. desiring to organize or qualify under the laws of the state of Florida, has named Eaccountants Mall.com, LLC. 1437 NE 4<sup>th</sup> Ave, Fort Lauderdale, Fl 33304, as agent to accept service of process within Florida.

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. I further agree to comply with the provisions of all statutes relative 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

For Eaccountants Mall.com, LLC Serge R Dazile

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