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**JON AGEE
ATTORNEY AT LAW
GALLERIA PROFESSIONAL BUILDING
915 MIDDLE RIVER DRIVE, SUITE 512
FORT LAUDERDALE, FLORIDA 33304-3582**

FORT LAUDERDALE: 954.566.2433

FACSIMILE: 954.566.3255

U.S. & CANADA TOLL-FREE: 800.243.8529

September 22, 2004

Secretary of State
Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

04 SEP 20 20:47
DIVISION OF CORPORATIONS
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed please find the Articles of Incorporation for **NEW HOPE HAITIAN CHURCH, INC.** The acceptance of designation by the Registered Agent for service of process is attached.

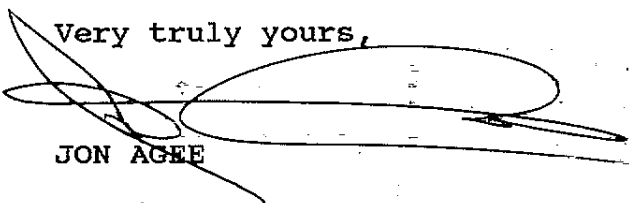
This is a corporation not for profit.

Also enclosed is my office check in the amount of \$122.50 in payment of the following fees:

Filing Articles <i>Florida Statutes</i> §607.0122(1)	\$35.00
Registered Agent <i>Florida Statutes</i> §607.0122(5)	\$35.00
Certified Copy <i>Florida Statutes</i> §607.0122(21)	\$52.50

If there is any problem with these documents as submitted, please call toll-free to 1.800.243.8529 and speak with me or Susan.

Very truly yours,


JON AGEE

JA/bj
Enclosures

LAUE_NHE.ART

ARTICLES OF INCORPORATION
OF
NEW HOPE HAITIAN CHURCH, INC.

04 SEP 28 AM 10:47

These Articles of Incorporation are made and acknowledged by the undersigned Incorporator for the purpose of creating a domestic corporation not for profit in accordance with Chapter 617 Florida Statutes.

ARTICLE I

The corporate name of the corporation shall be **NEW HOPE HAITIAN CHURCH, INC.**

ARTICLE II

The address of the initial principal business office of the corporation shall be 149 S.W. 1st Avenue, Homestead, Florida 33030. The mailing address shall be the same.

ARTICLE III

The corporation is organized to engage in any lawful act or activity for which corporations may be organized under the provisions of the Florida Not for Profit Corporation Act. Without limitation of the foregoing, the initial activity of the corporation will be the establishment of Christian churches. Under no circumstances is the corporation authorized to engage in any activity to any extent which could disqualify it from charitable, tax-exempt status under federal or State of Florida laws.

ARTICLE IV

The initial number of Directors of the corporation shall be three (3); however, the number of Directors may be changed by amendment of the By-Laws of the corporation. At no time shall the number of Directors be fewer than three (3), or such other minimum number that may be required by §617.0803 Florida Statutes, as amended. The initial Directors shall be:

Rev. Marcel Baptiste
149 S.W. 1st Avenue
Homestead, Florida 33030

Brian Kelso
18274 N.W. 21st Street
Pembroke Pines, FL 33029

Hans Laue
1518 N.W. 183rd Terrace
Pembroke Pines, FL 33029

Pursuant to §617.0202(d) *Florida Statutes*, the Directors shall be elected in the manner stated in the By-Laws.

ARTICLE V

The street address of the initial registered office of the corporation shall be 149 S.W. 1st Avenue, Homestead, Florida 33030. The name of the initial registered agent of the corporation at that location is Hans Laue. A written acceptance of appointment as registered agent, as required by §617.0501 *Florida Statutes*, accompanies these Articles.

ARTICLE VI

The name of the incorporator is Hans Laue. The address of the Incorporator is 1518 N.W. 183rd Terrace, Pembroke Pines, FL 33029.

ARTICLE VII

The Board of Directors may provide for memberships; however, membership shall not confer or convey any rights to the assets of the corporation or to participation in its management. There shall be no stockholders of the corporation.

ARTICLE VIII

Provisions for the management of the business and for the conduct of the affairs of this corporation and provisions for creating, defining, limiting and regulating the powers of this corporation and the Directors are as follows:

§1. The Board of Directors shall have the power to make, adopt, alter, amend and repeal the By-Laws of this corporation, including without limitation the power to fix, from time to time,

the number of Directors which shall constitute the whole Board of Directors of this corporation.

§2. In addition to the powers and authority hereinbefore or by statute expressly conferred upon them, the Board of Directors of this corporation are hereby expressly empowered to exercise all such powers and to do all such acts and things as may be exercised or done by this corporation; subject, nevertheless, to the provisions of the *Florida Statutes* and of the Certificate of Incorporation as they may be amended, altered or changed from time to time and to any By-Laws, provided, however, that no By-Law so made shall invalidate any prior act of the Board of Directors which would have been valid if such new By-Law had not been made.

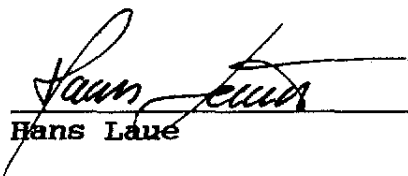
§3. A Director of this corporation shall have no personal liability to the corporation or its members for monetary damages for breach of fiduciary duty as a Director, provided that this provision shall not eliminate the liability of a Director (i) for breach of the Director's duty of loyalty to the corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law, or (iii) for any transaction from which the Director derived an improper personal benefit, directly or indirectly.

§4. The business of the corporation shall be conducted by the officers appointed by the Board of Directors. Said officers shall include a President, Treasurer and Secretary, who shall have the same duties and powers as such officers would have in a corporation for profit. A single person may hold more than one office. The President is specifically granted the power and authority, in the name of and on behalf of the corporation, to borrow money, and to acquire, convey, hypothecate and encumber both real and personal property, and to sign documents evidencing such actions. It shall not be required that anyone dealing with the corporation investigate the authority of the President regarding such transactions.

ARTICLE IX

The corporation shall have perpetual existence, which existence shall commence upon the date these Articles of Incorporation are filed with the Florida Secretary of State.

In witness whereof, the undersigned Incorporator has signed these Articles of Incorporation and has acknowledged such act before a Notary Public in and for the State of Florida, on this September 20, 2004.

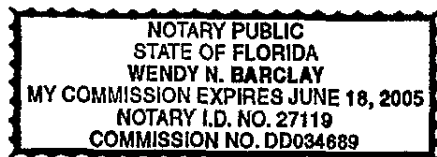

Hans Laue (SEAL)

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

Before me personally appeared Hans Laue, who is personally known to me or produced the following identification if not personally known to me:

(IF NOT PERSONALLY KNOWN, DESCRIBE THE IDENTIFICATION PRODUCED IN THE BLANK ABOVE.)

and who did not take an oath, and acknowledged to and before me that the foregoing Articles of Incorporation were executed freely for the purposes therein expressed. Witness my hand and official seal this September 20th, 2004.



Wendy A. Barclay
Signature of Notary Public
Wendy N. Barclay
Printed/Typed Name of Notary Public
Commission No. DD 034689
My notary commission expires:

The Notary Public must affix his OFFICIAL SEAL of office in the blank space to the left of the notary public signature line above, and he must state on the lines provided above his typed name, the number of his commission and the date that his notary public commission expires, unless this information is clearly shown by the notary public seal or stamp. (If the commission is for life, he should enter "FOR LIFE" on the line.)

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Notice is hereby given to the Florida Department of State in accordance with *Florida Statutes* that the undersigned, having been designated by NEW HOPE HAITIAN CHURCH, INC. in its Articles of Incorporation to serve as the Registered Agent of said corporation, and being familiar with the obligations of that position, hereby makes formal acceptance of such position and the responsibilities of the Registered Agent effective simultaneously with the designation. The business office of the undersigned is identical with the registered office of the said corporation.

Dated this September 20, 2004.



Hans Laue
Registered Agent

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DIVISION OF
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