

N050000001253

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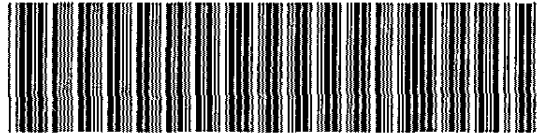
(Business Entity Name)

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TRANSMITTAL LETTER

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

SUBJECT: _____

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: ON POINT ENT & MKTG INC
STE 2B
555 NE 15 ST

MIAMI

FL 33132

Merlene Joseph

205-377-8300

City, State & Zip

Daytime Telephone number

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

W-5741



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 3, 2005

ON PINT ENT & MKTG INC.
555 NE 15 ST, STE 2B
MIAMI, FL 33132

SUBJECT: RITMOKREYOL, INC.
Ref. Number: W05000005741

We have received your document for RITMOKREYOL, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$78.75. Your document will be retained in our pending file.

If you have any further questions concerning your document, please call (850) 245-6919.

Beth Register
Document Specialist Supervisor
New Filings Section

Letter Number: 705A00007823

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF**

**"RitmoKreyol, Inc."
A Florida "Not for Profit" Corporation**

The undersigned incorporator, for the purposes of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be "RitmoKreyol, Inc.,"

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 471 Ives Dairy Rd., Suite 202, Miami, FL 33179.

ARTICLE III PURPOSES

The purpose for which the corporation is organized is: To preserve and promote Haitian Kreyol Culture and Heritage through education, public events and activities.

Section 1

Said corporation is organized exclusively for charitable and educational, religious, scientific purposes, including for such purposes, the making of distributions to organizations under Section 501(c)-(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

Section 2

Without in any way limiting the foregoing general purposes, the specific purpose for which the corporation is organized is to provide youth development activities through the arts; humanitarian assistance and cultural programs globally.

ARTICLE IV BY-LAWS

The power to adopt, alter, amend or repeal By-laws for the Corporation shall be vested only in the Directors, as more specifically provided in the By-laws.

ARTICLE V BOARD OF DIRECTORS

The business and affairs of this Corporation shall be managed by a Board of Directors.

ARTICLE VI MANNER OF ELECTION OF DIRECTORS

The board of directors shall consist of between 3-6 directors that are recommended by the board's nominating committee and voted on by the board of directors. This manner is as stated in the By-laws.

ARTICLE VII OFFICERS

Section 1. The officers of the Corporation shall include a President, a Vice-President, a Secretary, a Treasurer and other officers as designated in the By-laws.

Section 2. The officers shall have such powers and responsibilities and shall be elected, removed and hold office as provided in the By-laws.

ARTICLE VIII LIMITATION OF ACTIVITIES

Section 1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(3) purposes.

Section 2. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Section 3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation or organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation or organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE IX DISSOLUTION

Upon the dissolution of the corporation, the Directors of the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all the residual assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific

purposes which, at the time of such disposition, qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose.

ARTICLE X INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:
Merelie Raphael, 471 Ives Dairy Rd., Suite 202, Miami, FL 33179.

ARTICLE XI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:
Merelie Raphael, 471 Ives Dairy Rd., Suite 202, Miami, FL 33179.

ARTICLE XII AMENDMENT TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by the Directors in accordance with the procedure set forth in Chapter 617 of the Florida statutes, as amended. Those Articles, however, pertaining to dissolution of the Corporation shall not be amended in such a way as to allow or cause any member (unless such member is exempt from taxation under Section 501(c)(3) of the Code), director, or officer of the Corporation or any other person to share in any of the Corporation's assets.

Merelie Raphael
Signature/Incorporator

1-27-04
Date

Merelie Raphael
Signature/Registered Agent

1-27-04
Date

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