

N06000002737

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TALLAHASSEE, FLORIDA

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** THE EYES OF HAITI, INC.

**DOCUMENT NUMBER:** N06000002737

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

PATRICK VALME

(Name of Contact Person)

(Firm/ Company)

P.O. BOX 881615

(Address)

PORT ST. LUCIE FL 34988-1165

(City/ State and Zip Code)

eyesofhaiti@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

PATRICK VALME

(Name of Contact Person)

at ( 305 ) 879-2933

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 30, 2010

PATRICK VALME  
P.O. BOX 881615  
PORT ST. LUCIE, FL 34988-1165

SUBJECT: THE EYES OF HAITI, INC.  
Ref. Number: N06000002737

We have received your document for THE EYES OF HAITI, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

Please return 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) 245-6916.

Carol Mustain  
Regulatory Specialist II

Letter Number: 510A00007776

Articles of Amendment  
to  
Articles of Incorporation  
of

THE EYES OF HAITI, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N06000002737

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

PATRICK VALME

New Registered Office Address:

7424 Bob 'O Link Way

(Florida street address)

PORT ST-LUCIE

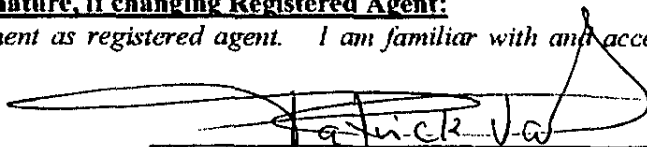
(City)

Florida 34986

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.



Signature of New Registered Agent, if changing

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**  
*(Attach additional sheets, if necessary)*

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>Presid<sup>nt</sup></u>	<u>Georges Andy RENÉ</u>	<u>7275 De BEAUFORT # 802</u> <u>ANJOU, QUÉBEC</u> <u>H1M 3X5 CANADA</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>Tresor<sup>er</sup></u>	<u>Jean Daniel CHOUTÉ</u>	<u>70, RIGAUD STREET</u> <u>PETION VILLE, HAITI</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>EXECUTIVE DIRECTOR</u>	<u>PATRICK VALME</u>	<u>7424 Bob O' Link Way</u> <u>PORT ST-LUCIE Florida 34986</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>SECRETARY</u>	<u>FARAH SENEQUE</u>	<u>121 JAMES STREET APT 1</u> <u>ITHACA, NY, 14850</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>VICE PRESIDENT</u>	<u>BERNARD MALETTE</u>	<u>12500 SW, 15 th MANOR</u> <u>DAVIE, FL. 33325</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

**F. If amending or adding additional Articles, enter change(s) here:**  
*(attach additional sheets, if necessary). (Be specific)*

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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATIONS  
OF  
THE EYES OF HAITI INC.**

Pursuant to the provisions of section 617.1006, Florida Statutes, The undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation. **ARTICLE I to ARTICLE IIIV ARE AMENDED AND ADOPTED AS FOLLOWS AND ARTICLE IX IS SUBTRACTED .**

**ARTICLE I.**  
**NAME**

The legal name of this Organization is "The Eyes of Haiti Inc." The Organization may do business under fictitious names as it may fit its purposes. Such names shall be registered in public records as applicable by law.

**ARTICLE II.**  
**PRINCIPAL PLACE OF BUSINESS**

The address of the principal office of the corporation is: 7424 Bob O' Link Way, Port St Lucie Florida 34986; and the mailing address on file is: The Eyes of Haiti Inc., P.O. BOX 881615 Port St Lucie, FL 34986-1165.

**ARTICLE III.**  
**PURPOSE**

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

One of the purposes of the Eyes of Haiti is to change the lives of children by bringing holistic, hands-on approach to addressing the unique needs of children in impoverished environments. Our goal is to provide every child in Haiti with basic human standards of living including but not limited to food, shelter, health, and education.

**ARTICLE IV.**  
**BOARD OF DIRECTORS**

**Section A. Composition** - board of directors shall consist of no more than nine (9) individuals with four (4) officers who make up the Executive Board consisting of the, President, Vice President, Secretary, and Treasurer. The Executive Board has the authority to act on behalf of the Board of Directors in the event of an emergency and a meeting of the full board is not possible.

**Section B. Qualifications** - Directors shall be of the age of majority in this state. Be in full accord and agreement with the purposes, goals, and objectives of this Corporation as stated herein and in the corporation's constitution. Show active interest in its operations and maintain faithful attention to their responsibilities as Directors.

**Section C. Election** - All members of the board shall be elected by the officers of the board. Each board member shall hold office until the end of the term (2 consecutive years) or until successors is elected. Board members may be re-elected; however, no board member shall hold the same office more than five consecutive terms, unless deemed necessary by board members. Directors may increase or decrease the number of board members to eliminate vacancies due to resignation, removal, or death to ensure balance and compliance with this provision.

**Section D. Suspension or Removal** - Any director can be suspended or removed from the board by majority vote of board members. A director may be removed for cause only after reasonable notice and opportunity to be heard is provided.

**Section E. Resignation** - A director may resign by providing written resignation to the secretary. Resignation shall be effective upon receipt, unless another time is specified.

**Section F. Nominations** - Nominations to the board shall be as there is a need based on vacancy.

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

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 exempt from federal income tax under section 501(c)(3) of the Internal Revenue code (or corresponding section of any future Federal tax code).

**Section H. Duties** - The board shall exercise the powers of the Eyes of Haiti. The board shall elect all board officers and establish policies and procedures as it pertains to the Eyes of Haiti.

## **ARTICLE V.** **OFFICERS**

**Section A. Election of Officers** - At the annual meeting of directors, or special meeting called for that purpose, the officers of the Eyes of Haiti shall be elected by majority vote of the directors. Officers shall hold office until the next annual meeting immediately following their successors are elected and qualified.

**Section B. President** - The President shall be the chief executive of the EYES OF HAITI, Inc. The President shall have the rights, duties and powers ordinarily incident to the office of the President and shall have such other rights, duties and powers as may be authorized from time to time by the directors.

**Section C. Vice President** - The Vice President shall have all the duties as may be assigned by the President. The Vice President shall have all the powers of the President, in the President's absence, removal or inability to act on behalf of the Eyes of Haiti. In the event of a permanent vacancy the Vice President will be expected to perform until a successor is elected and qualified.

**Section D. Treasurer** - The Treasurer shall be the chief financial officer of the Eyes of Haiti and shall be responsible for its financial affairs, funds, securities and valuable papers and shall keep full and accurate records thereof. The Treasurer shall have other duties and powers as designated by the directors. The Treasurer shall be responsible for the books of account, accounting records and the accounting procedures of the Eyes of Haiti. The Treasurer shall disburse the funds of the Eyes of Haiti as can be ordered by the directors, make proper vouchers for such disbursement, and render to the president and directors at the regular meetings of the directors or whenever the directors may so require, an account of all transactions and the financial condition of the Eyes of Haiti.

**Section E. Bond** - If required by the directors, the treasurer shall provide a bond in such sum and with such surety or sureties as shall be satisfactory to the Eyes of Haiti in case of death, resignation, retirement or removal from office, of all books, papers, voucher, money or other property of whatever kind in possession or under the control of the treasurer, belonging to the Eyes of Haiti. The bond will be paid for by the Eyes of Haiti.

**Section F. Secretary** - The Secretary shall have the duties and powers ordinarily incident to the office of corporate Secretary. *Without limitation thereof*, the Secretary shall record all votes and the minutes of all proceedings in a book or books to be kept for that purpose (which book or books shall be the property of the Eyes of Haiti) and shall perform like duties for any standing committee when required. The Secretary shall give, or cause to be given, such notice as required of all meeting of the Eyes of Haiti and shall perform other duties as may be prescribed by the board of directors or the president. The minute books of the Eyes of Haiti shall be open at all reasonable times to the inspection of the public. Such books shall contain records of all meetings of the

directors and committees, the original or attested copies of Articles of Incorporation, these by-laws and the names and addresses of directors and contributors.

**Section G. Standard of Conduct** - Each director shall perform in good faith, in the best interests of the Eyes of Haiti and with such care, including reasonable inquiry, as an ordinary prudent person in a like position would use under similar circumstances.

A directors shall be entitled to rely on information, opinions, reports or statements including financial statement and other financial data, in each case prepared or presented by the treasurer, legal counsel, independent accountants or other persons as to matters which the director reasonably believes to be within such professional competence.

**Section H. Suspension or Removal** - An officer of the Eyes of Haiti may be suspended or removed, with or without cause, by the directors then in office at a special meeting called for such purpose or at any regular meeting pursuant to notice of the pending suspension or removal action. An officer may be removed for cause only after reasonable notice and opportunity to be heard.

**Section I. Resignation** - An officer may resign by delivering a written resignation to the secretary. Such resignation shall not be effective upon receipt unless specified to be effective at some other time. Acceptance thereof shall not be necessary to make it effective unless it states a time.

**Section J. Vacancies** - If the office of any officer becomes vacant; the directors may elect a successor. Each such successor shall hold office for the un-expired term, and in the case of the president, treasurer and secretary until a successor is elected and qualified, or in each case until prior death, resignation, or removal.

**Section K. Executive Committee** - The board of directors may designate from among its number one or more committees and delegate to such committee all or any of its powers. Any committee shall conduct their affairs in the same manner as is provided in these by-laws for the directors.

## **ARTICLE VI.** **COMMITTEES AND CONSULTANTS**

**Section A. Committees** - The Directors may from time to time form committees as they deem appropriate.

The **Eyes of Haiti** will have an **Advisory Council** consisting of not more than seven (7) members;

**EYES OF HAITI Advisory Council Members** - Will be responsible to the Eyes of Haiti Board of Directors. While serving as council members, each member will be

responsible for raising awareness and funds to help further the mission. Each member will be responsible for raising a minimum of \$1,000.00 (One Thousand Dollars), prior to their annual anniversary date. Council members will be required to serve a minimum of Two years; before consideration is afforded to them to be elected to serve on the Board of Directors of EYES OF HAITI should there be a vacancy. Council Meetings will take place once a month at a time and location designated by the Executive Director. Any EYES OF HAITI Board of Directors member may attend these meetings. Advisory Council Members must be invited, with full board approval, to attend the EYES OF HAITI Board of Directors' Meetings.

**Section B. Consultants** - The Board may appoint Consultants such as: Attorneys, accountants, and other professionals to assist and support any further development of the Eyes of Haiti.

#### **ARTICLE VII.** **MEETINGS**

**Section A. Annual Meetings** - Annual Meetings of the Board shall be held during the month of January.

**Section B. Regular Meetings** - Regular Meetings of the directors shall be held monthly. Place and time shall be determined by the board.

**Section C. Special Meetings** - Special Meetings of the directors may be called at any time by an officer, or two or more of the board.

**Section D. Quorum** - At any meeting of the directors the majority will constitute a Quorum. If less than a majority of the board of directors is present, the board may adjourn the meeting.

**Section E. Telephone** - The board of directors may participate in meeting by means of a conference call or similar communications equipment. Participate in meeting by means shall constitute presence.

#### **ARTICLE VIII.** **MISCELLANEOUS**

**Section A. Fiscal Years** - The Fiscal Year of the Eyes of Haiti shall end on the last day of December of each year.

**Section B. Gifts** - The Board may accept gifts on the behalf of the Eyes of Haiti for general or specific use thereof.

**Section C. Non-Discrimination** - The Eyes of Haiti is an Equal Opportunity Employer and shall not discriminate on the basis of race, sex, age, marital status, handicap, religious affiliation, ancestry, national origin or beliefs.

**Section D. Indemnification** - In accordance with Section 617.0831 and 607.0850 of the Florida Statutes, the Eyes of Haiti shall, to the fullest extent permissible under law, indemnify every board member, their heirs, executors, and administrators against expenses, including damages, reasonably incurred by a board member in connection with any action, suit or proceeding to which the board members may be made a part by reason of being or having been a board member or officer of the Eyes of Haiti to the full extent permitted by law.

**Section E. Seal** - The board shall authorize a Seal of the Eyes of Haiti. The Seal shall contain all information as required by law, and shall include the name and the year of incorporation, and the wording that the Eyes of Haiti is a Florida corporation not for profit. The board may approve a logo for the Eyes of Haiti, which shall, if reasonably practicable, be included in the Seal.

**Section F. Depositories** - All funds of the Eyes of Haiti, not otherwise employed, shall be deposited to the credit of the Eyes of Haiti in such banks, savings and loan associations, trust companies, or other depositories as the Board may elect.

**Section G. Investments** - In furtherance of its purpose the Eyes of Haiti may at the discretion of the Board invest funds in a functionally related business, in an investment program, in trade or business that derives at least most of its gross income from passive sources investment, in federally insured institutions or in Government obligation, and as applicable law allows.

**Section H. Property** - The board may authorize any officer of officers, or agents the Eyes of Haiti, to buy, borrow, convey, sell, give, or otherwise dispose property held by the Eyes of Haiti. Such authority may be general or confined to specific instances.

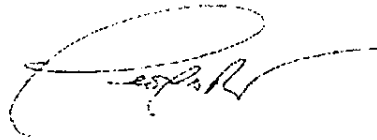
**Section I. Dissolution** - In the events of dissolution of the Eyes of Haiti, the Board shall, after payment of all liabilities, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue code, i.e. charitable, educational, religious or scientific, 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. However, if the named recipient is not then in existence or no longer a qualified distribute, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

On motion and by unanimous vote by the board of directors, the preceding articles of

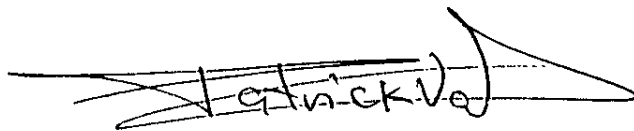
amendment of THE EYES OF HAITI INC. were adopted. There are no members entitled to vote on the amendments.

The date of adoption of the amendments was : DATE 3 / 23 / 2010

THE EYES OF HAITI INC.

A handwritten signature in black ink, appearing to read "Georges Andy RENÉ", written over a horizontal line.

Georges Andy RENÉ, President

A handwritten signature in black ink, appearing to read "Patrick Valme", written over a horizontal line.

Patrick Valme  
executive director

The date of each amendment(s) adoption: 23 March 2010

*(date of adoption is required)*

Effective date if applicable: 23 March 2010

*(no more than 90 days after amendment file date)*

Adoption of Amendment(s)

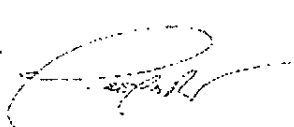
**(CHECK ONE)**

☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 23 March 2010

Signature

  
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

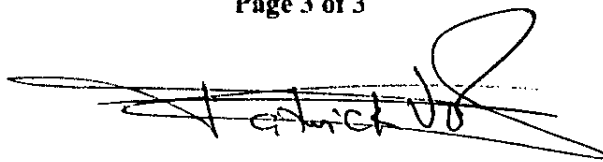
GEORGES ANDY RENÉ

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

Page 3 of 3



Patrick Valme  
Executive Director