

# No 68000006650

Florida Department of State  
Division of Corporations  
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STATE OF FLORIDA  
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## FLORIDA PROFIT/NON PROFIT CORPORATION

radio diffusion capoise, inc.

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ARTICLES OF INCORPORATION  
OF  
FLORIDA NON-PROFIT CORPORATION

Article I

Corporate Name

The name of this corporation shall be:

RADIO DIFFUSION CAPOISE, INC.

Article II

Corporate Nature

The term of existence of the corporation is perpetual.

Article III

This Corporation may engage in any activity or business permitted under the laws of the State of Florida and shall commence existence upon the date of filing with Division of corporations, State of Florida, and shall have perpetual existence.

Article IV

The place of business of this Corporation is:

560 NW 121 Street  
N. Miami, Florida 33168

Article V

This a non-profit institution which is organized and operated exclusively for charitable purposes, scientific, and educational pursuant to the Florida corporations Not for Profit law set forth in Section 617 of the Florida

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Statutes. The general nature of Business of this Corporation is to transact any and all lawful business, Economic and Management Consulting Firm which specializes in the collection, analysis and sales of economic and business statistical and other data to clients of all sizes in the United States and abroad. The firm also provides management and operation research services to business.

#### Article VI

A. By bringing together and under its umbrella a wide array of other charitable organizations, as well as public and private entities, to create, organize, administer and deliver a broad range of charitable social, economic and educational services to the poor, the disadvantaged, and all people in need including but not limited to activities that provides relief to the poor, the disadvantaged, and all people in need including but not limited to activities that provides relief to the poor and the underprivileged.

B. To operate and provide a voice for the interest of the entire community in Broward, Dade County and all over South Florida with Special Interest and Focus on the Underserved, Economically Disadvantaged communities, including Environmental Justice and Environmental and Economic Equity Issues. To demonstrate, on a continuing basis, the need for environmental and Economic Justice; to seek solutions to environmental and economic problems; to assist in the expansion or modification of existing, or the development of new programs; to promote activities and foster cooperation among local, state, and national agencies serving the community.

C. Supplementing government assistance programs, to combat community deterioration by promoting and undertaking economic development programs or projects, including commercial area revitalization, housing Rehabilitation, as well as addition to and / or improvement of the housing stock. To both listen and speak to the community. To do all things, which it may deem necessary or proper in order to carry into efficacy or all of the foregoing objectives or purposes.

#### Article VII

Principal place of Business and Mailing address:

The temporary office and mailing address of this corporation shall be at:

560 NW 121 Street  
Miami, Florida 33168

#### Article VIII

To operate exclusively in any other manner for such charitable purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent Federal tax laws, including, for such purposes, the making of distributions to organizations qualifying as tax-exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

#### Article IX

##### Management of Corporate Affairs

- A. Board of Trustees. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the corporation shall be three, provided, however, that such number be changed by law duly adopted by the members.
- B. The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time and election of Trustees shall be held.
- C. Trustees elected at the first annual meeting, and at all times thereafter, Shall serve for a (2) year until the annual meeting of members following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held at 560 NW 121 Street, Miami, Florida 33168 at 3:30 p.m. or a such other place as the Board of Trustees may designate from time to time by resolution.
- D. Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent

in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

#### Article X

The names and addresses of such initial members of the Board of Trustees are as follows:

**NAME:**

**ADDRESS:**

Elie Jean  
President

560 NW 121 Street  
Miami, Fl 33168

Daniel Lafleur  
V/President

560 NW 121 Street  
Miami, Florida 33168

Polivnick Jean  
Secretary

560 NW 121 Street  
Miami, Florida 33168

Haifa Jean  
Treasurer

560 NW 121 Street  
Miami, Florida 33168

The Corporate Officers. The Board of Trustees shall elect the following officers: President, Vice-President, Executive Vice-President, Secretary and Treasurer, and such other officers as the bylaws of this corporation may authorize the Trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers. The members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following procedure set forth therefore in the Bylaws.

Article XI


Dedication of Assets

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

Article XII

Registered Agent name and address

The name and address of the corporation's registered shall be ELIE JEAN at 560 NW 121 Street, Miami, Florida 33168

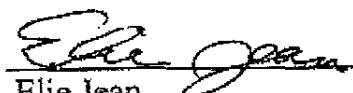
  
Elie Jean  
Registered

Article XIII

Amendments to these Articles of Incorporation may be proposed by resolutions adopted by the Board of Directors and presented to quorum of members for their Vote.

I, the undersigned, being the subscriber of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 18<sup>th</sup> Day of June, 2006.

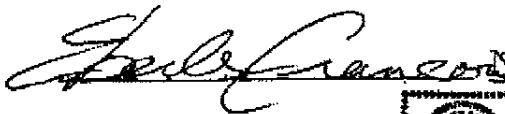
I hereby am familiar with and accept the duties and responsibilities of Subscriber

  
Elie Jean  
Subscriber

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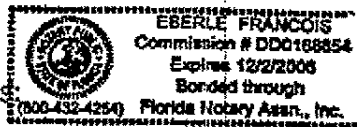
STATE OF FLORIDA COUNTY OF DADE BEFORE ME, the undersigned authority, personally appeared, ELIE JEAN to me known to be the Incorporator person described herein and whose name is signed on the foregoing Certificate of corporation of RADIO DIFFUSION CAPOISE, INC. and who is described in said Certificate as the Incorporator of said Corporation, and acknowledged before me that he executed the same for the purposes herein expressed.

SWORN TO AND SUBSCRIBED this 18<sup>th</sup> Day of June, 2006.



Notary Public, State of Florida - At Large

My Commission Expires:



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