

N0700000388/

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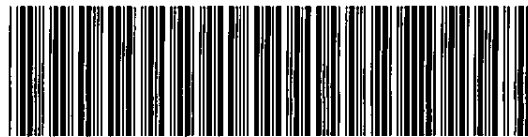
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08 APR 11 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amendment  
04/11/08  
De

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Mission Polyvalente Spirituelle de Ca-Ira

**DOCUMENT NUMBER:** N07000003881

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

Please return all correspondence concerning this matter to the following:

Ruth Francois

(Name of Contact Person)

Mission Polyvalente Spirituelle de Ca-Ira

(Firm/ Company)

7624 Fairway Blvd

(Address)

Miramar Florida 33023

(City/ State and Zip Code)

For further information concerning this matter, please call:

Ruth Francois

(Name of Contact Person)

at ( 954 ) 5485419

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>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

April 3, 2008

RUTH FRANCOIS  
7624 FAIRWAY BLVD.  
MIRAMAR, FL 33023

SUBJECT: MISSION POLYVALENTE SPIRITUELLE DE CA -IRA, INC.  
Ref. Number: N07000003881

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 245-6906.

Darlene Connell  
Regulatory Specialist II

Letter Number: 408A00019730

RECEIVED  
2008 APR 11 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Amendment  
to  
Articles of Incorporation  
of

MISSION POLYVALENTE SPIRITUELLE DE CA -IRA, INC.

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

N07000003881

(Document number of corporation (if known))

FILED  
08 APR 11 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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:

**NEW CORPORATE NAME (if changing):**

N/A

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

**Article 1**

It was founded in Leogane, Haiti on the date of January 10th, 2006, a  
charitable organization which bears the name of Mission Polyvalente  
Spirituelle de Ca-Ira, having for acronym "MIPS/CI".

This organization is created for an unlimited amount of time and cannot  
be dissolved only by a consensus among the majority of its founding  
members whose names are affixed below: Dr. Harry-Hans Francois,  
Ph.D., President, Therapist, Educator, Psychologist Consultant in  
Mental Health Issues, Nutrition and Management, Researcher, of  
Haitian descent, identified at the NIF# 009-170-919-5;

Mr. Gesner Hector, Pastor, Educator, First-Aid Volunteer, Theo-  
logian of Haitian descent, identified at the NIF#009-710-470-8;

Ruth Francois, B.S., A.S., Educator, Administrator, Computer Programmer

(Attach additional pages if necessary)  
(continued)

Consultant in University Studies, of Haitian descent, identified at NIF# 009-604-145-7;  
**Guibert Auriol Joseph**, B.S., Engineer, Educator, of Haitian descent, identified at NIF# 002-132-298-1;  
**Michel Hyppolite**, B.S., Computer Programmer, Free Lance Journalist, Consultant in Business Administration, of Haitian descent, identified at NIF# 009-601-127-2.

## **Article II**

The Mission Polyvalente Spirituelle de Ça-Ira, a Florida charitable organization holding its headquarter in Miramar, Florida, and identified by this document number N0700000388 of the Florida Department of Commerce, is an exclusive apolitical, educational, autonomous, independent, charitable, religious and a not-for profit organization whose generated funds and benefits will serve and/or be utilized toward its expansion and growth. This organization is governed by the current laws of the state of Florida, section 501 © 3 of the IRS Code, and by its own statutes and/or internal policies.

### **Intended Line I**

The Mission Polyvalente Spirituelle de Ça-Ira (MIPS/CI) is organized **exclusively** for charitable, religious, educational and/or scientific purposes under section 501 © (3) of the Internal Revenue Service Code.

### **Intended Line II**

No part of its earnings shall be used for the benefits of its distributors, donors, person affiliated, and/or its board members, except that members and/or affiliates shall be compensated for labor services rendered which are duly authorized for professional purposes under policies instituted and/or specified by labor demands. Consequently, no board members, trustees, private persons or organizations, and/or officers will benefit from any funds generated by and/or allocated to the Mission Polyvalente Spirituelle de Ça-Ira(MIPS/CI).

### **Intended Line II**

It is the policy of the Mission Polyvalente Spirituelle de Ça\_Ira(MIPS/CI) to reward its employees, regardless of his/her status with the administration, for services that are deemed compensable under an agreement that will be signed with our administrative board. The MIPS/CI uses the compensatory chart published by the State of Florida and the current IRS section 501 © (3) code regulations in order to comply with the laws that deal with charitable organizations or any of our kinds.

### **Intended Line III**

The MIPS/CI, as a charitable organization, shall not participate in, endorse, encourage, and/or intervene in any political activities, whatsoever, which shall convey and/or carry any messages of propaganda on behalf of any political group, party and/or any other organization with ideals of anti-American and anti-democratic tendencies – be it in Florida and/or in any part of the world. As a normal procedure, routine and also compliance with the laws of Florida that deal with charitable, religious and educational organizations, the MIPS/CI does not engage in any sociopolitical, educational activities to profiting any political group and/or individuals.

#### **Intended IV**

The MIPS/CI, by virtues of these by-laws and/or activities, does not attempt to influence any legislation of Florida and in any other part of the world. We are, as a group, apolitical. Consequently, each board member or officer individually is duly free to exercise his/her voting privileges according to his/her personal societal perception of the environment.

#### **Article III**

The Mission Polyvalente Spirituelle de Ça-Ira is opened to anyone who wishes to bring his/her participation to its causes. However, individuals who are willing to become members must follow and satisfy the following guidelines: a) identity card, b) driver license, c) a recommendation letter, d) proof of emancipation (be at least 18 years old) and never be convicted of a crime in any country, f) submitting of an individual profile (essay of 6-8 paragraphs discussing motivation to join, and g) installment, either by cash or check addressed to MIPS/CI, of an annual subscription of 1,000.00 gourdes, approximately one hundred forty US dollars within thirty (30) days after approval of candidacy and also the installment of another monthly subscription of 1,000.00 gourdes in order to keep active his/her membership.

#### **Article IV**

The desiderata and the mission of the MIPS/CI are similar and conformable with those of all the organizations of its kinds which exist in Florida.

Thus, the Mission Polyvalente Spirituelle de Ça-Ira remains open to and also welcome all forms of assistance – private, public, fundraisings, national and international – in order to coordinate and/or fulfill its favored and targeted objectives.

##### **Intended I**

Although the MIPS/CI expects to generate most of its funds from grant writings, fundraisings, and sponsorship of our students, its members will not carry any activities that are not permitted under section 501 © (3) of Internal Revenue Service Code and/or by any laws of the state of Florida dealing with charitable organizations.

##### **Intended II**

The MIPS/CI does not intend to misinform, by using false propaganda or statements to raise money from any other organization or individuals nor about its status as an institution registered here in the state of Florida as a charitable organization.

##### **Intended III**

Furthermore, the MIPS/CI will not use its 501© (3) status to request and/or campaign for funds under the pretense that a particular donor will be able to deduct such donations under provisions that are not permitted by this Internal Revenue Service Code. Potential donors will be advised, way ahead of time, of such impediments. Consequently, all members are prohibited to govern any fund raising activities under such pretense.

#### **Article V**

The Mission Polyvalente Spirituelle de Ça-Ira (MISP/CI) is a non-lucrative, socio-educational, professional, apolitical and non-confessional association. Its main objectives include, but not limited to:

- a) Promoting and/or facilitating various socio-educative programs to the citizens (people) of the neighboring communities of Leogane;
- b) Motivating and educating these citizens about local resources, phenomenon and newly available technologies, which might help them to become employable, functional and perhaps, one day, autonomous;
- c) Developing and making available to these citizens a variety of community education programs such as civism, primary and advanced literacy project (alphabetization);
- d) Working together and/or in partnership, if needed, with the American and Haitian authorities and/or with any private, public and independent organization, which are willing to contribute to the promotion of development and autonomy in Haiti;
- e) Pleading, with the use of communicative, didactic and technological resources, in favor of collective interests and progressive trends such as "organized small enterprise: and those of various basic skills, which are in high demand in Haiti and overseas;
- f) Educating citizens -- young and adult -- academically, spiritually, socially and technically;
- g) And finally to promoting, according to our available resources, various health community programs such as first aid, prevention, psycho-medical, vaccination and some medications to citizens regardless of age and gender.

**The MIPS/CI: A Charitable Organization for the Promotion of Community, Pre-Primary, Primary, Secondary, Technical, Psycho-Medical, Nutritional, Spiritual, Cultural Education in Haiti.**

#### **Article VI**

The main office of the MIPS/CI holds its main office in the city of Miramar, Florida and other affiliated offices in Ça-Ira, a community of Leogane, and may acquire, according to the demands and circumstances attached to its expansion, other branches in Haiti, United States of America, and overseas.

#### **Article VII**

The founding members of the MIPS/CI will take all the appropriate and necessary measures and steps in order to guarantee and protect its desiderata and interests.

#### **Article VIII**

The social capital of the MIPS/CI is thus unlimited. However, any contribution made by members and grantors remain the property of the MIPS/CI. These contributions and/or grants will be used only for the diverse programs and activities supported and endorsed

by the MIPS/CI Board of Directors. Thus, no founding member and/or contributors can neither possess nor hold shares in the MIPS/CI.

**Intended Line I**

Furthermore, the physical properties acquired by the MIPS/CI, such as real estate property, furniture and other teaching materials, are immovable and are not part of any possible distribution. The MIPS/CI follows the guidelines prescribed by the state of its residency and section 501 © (3) of the Internal Revenue Code.

**Intended Line II**

Upon dissolution of the MIPS/CI, if this situation would be presented, the remaining assets of the MIPS/CI, after acquittal of any existing debt, will follow the IRS 501 (c) (3) code dealing with this matter, and/or will be distributed for one or more purposes with the meaning of section 501 © (3) of the Internal Revenue Service Code and/or corresponding section of any future federal tax code or shall distributed to the federal government, or the state of Florida or the local government, and/or to another organization of its kinds - all these for a public cause .

**Article IX**

The MIPS/CI is made of an Executive Committee of five founding members which includes the President. This person also holds the title of Permanent Responsible Manager. His/her title is not liable to deterioration (changeable). He/she is indeed named at perpetuity. This being agreed upon, the other four (4) members are elected for a period of five (5) years.

**Intended Line I**

The president/permanent responsible manager holds the rights and privileges to name an ad hoc substitute and replacement according to his/her choice, if the urgencies of a moment prevent him/her from being functional.

**Intended Line II**

An Administrative Advisory Committee of six (6) members provides its direct assistance to the Executive Committee. This committee is being chosen for five (5) years. The Executive Committee also fulfils the roles of founding members while the Administrative Advisory Committee, a group of eleven (11) members actually made of five (5) founding members and of six (6) other members, supports and/or assures the management of the MIPS/CI.

**Article X**

The MIPS/CI, from this present act/instrument, is managed by the following Executive Committee:

- 1) A President, and at the same time, Permanent Responsible Manager,
- 2) A Treasurer/Accountant,
- 3) A Secretary,
- 4) A Director/Administrator,
- 5) A Vice-President, and

Others:



- 1) A Director of Research
- 2) A Director of Education

### **Article XI**

Any member of the Executive and/or Administrative Committee, due to his/her contribution to a collective or public cause, is entitled to a sabbatical leave, which will last to the duration of his/her engagement.


### **Article XIII**

The Executive Committee holds the rights and privileges to expel and/or assign to inactive list any founding member and administrative committee member if perpetrated or committed non-ethical verbal and non verbal actions. Thus, the Executive Committee will meet in general session, included the alleged accuser, in order to obtain a majority vote and/or address the issues.

The Executive Committee will pull out three (3) members of the Administrative Committee in order to find a quorum.

### **Article XIII**

The internal policies will come in the future in order to clarify all the unexpected of this present act:

Name & Designations	NIF#	Signature
1) Dr. Harry-Hans Francois, Ph.D., N.D., President	004-090-919-5	
2) Rev. Gesner Hector, Pastor, Secretary	003-710-470-8	
3) Joseph Guibert Auriol, Engineer, Treasurer	003-136-297-1	
4) Ruth Francois, B.S., A.S., Vice-President	009-601-145-7	
5) Michel Hyppolite, B.S., Director	009-601-127-2	
6) Raphael Charles, B.S., Director	009-601-182-1	
7) Antoine Jadotte, M.S., Director	009-640-279-4	

The date of adoption of the amendment(s) was: 3/26/08

Effective date if applicable: Same as above  
(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 was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature

Ruth Francois  
(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.)

Ruth Francois  
(Typed or printed name of person signing)

Vice-President  
(Title of person signing)

FILING FEE: \$35