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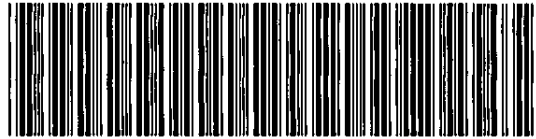
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07 MAY - 1 AM 11:15

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. UNDERGROUND COLLEGE, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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**NEW FILINGS**

- ☒ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
UNDERGROUND COLLEGE, INC**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, subscribe to and form a corporation not for profit under the laws of the State of Florida.

**ARTICLE 1 – NAME**

The name of the corporation is -:

**UNDERGROUND COLLEGE, INC**

**ARTICLE II- ADDRESS OF PRINCIPAL OFFICE**

The street address of the principal office of this Corporation is –:

**1600 SW 117 AVENUE, DAVIE, FL 33325**

The mailing address of this Corporation is -:

**1600 SW 117 AVENUE, DAVIE, FL 33325**

**ARTICLE 111 – NATURE OF BUSINESS**

The purpose for which this Corporation is organized is exclusively to provide scholarship assistance to students meeting the criteria established by the Board of Directors for continued education, whether such continued education be at a college, university or trade school (or similar educational facility) located in or outside the State of Florida within the meaning of section 501 © (3) of the Internal Revenue Code of 1986 or the corresponding provision if any United States Internal Revenue Law. These purposes may include enhancing the development, educational, preparation and life skills activities.

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#### **ARTICLE IV – ELECTIONS**

All elections shall be determined by secret ballot, at least three weeks to the general meeting. The Nomination Committee shall mail a ballot with a return envelop enclosed to each member in good standing.

Reports shall be presented at the general meeting.

Members may vote for persons other than those whose names appear on the ballots by writing in the names of qualified candidates who have consented to serve, if elected.

All officers shall be declared elected at the annual meeting and shall continue for one term or until their successors are elected or appointed.

All ballots shall be preserved for one (1) year after election.

#### **ARTIVCLE V – POWERS**

The Corporation shall have all powers now or hereafter granted by law including, without limitation, all powers lawfully necessary or required to carry out its purposes and objectives. All of the assets or earnings shall be used exclusively for the purposes set forth herein, including payment of expenses incidental thereto. No dividend shall be paid by the Corporation and no part of the income of the Corporation shall be distributed to its members, directors or officers.

**ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is -:

**1600 SW 117 AVENUE, DAVIE, FL 33325**

The name of the initial registered agent of this corporation at that address is -:

**JEAN JOSEPH PAUL  
1600 SW 117<sup>TH</sup> AVENUE,  
DAVIE, FL 33325**

**ARTICLE VII – OFFICERS**

The initial officers of the Corporation shall be as follows:

**NAME:**

**ADDRESS:**

**JUDNEL JEAN  
President**

**545 NE 121<sup>ST</sup> STREET # 205  
MIAMI, FL 33161**

**SCHEDLINE P. MARICES  
Vice- President**

**1355 NE 155 STREET  
N MIAMI BCH, FL 33161**

**EVENS LAROQUE  
Secretary**

**14560 NE 6<sup>TH</sup> STREET # 314  
N MIAMI, FL 33162**

**LISENA BASQUIN  
Treasurer**

**17001 NE 9<sup>TH</sup> AVE # 10-C  
N MIAMI BCH, FL 33162**

**JEAN JOSEPH PAUL  
Chairman/Director**

**1600 SW 117<sup>TH</sup> AVENUE  
DAVIE, FL 33325**

**MARIE R. CASSEUS  
Director**

**1035 NW 131<sup>ST</sup> STREET  
MIAIM, FL 33168**

**ELIE Z. CASSEUS  
Director**

**1035 NW 131<sup>ST</sup> STREET  
MIAMI, FL 33168**

**ADY J. AUDAIN  
Director**

**1493 NE 143<sup>RD</sup> STREET  
MIAMI, FL 33162**

**VANESSA C. LUBIN  
Director**

**323 NE 171<sup>ST</sup> STREET  
N MIAMI, FL 33162**

Notwithstanding any other provisions of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under section 501 © (3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.

## ARTICLE IX

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 © (3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code, or shall be distributed to the Federal, State or local government, for a public purpose. Any such assets not so disposed of by the court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purpose.

## ARTICLE X – INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation

is-:   **NAME:**                                 **ADDRESS:**

**JEAN JOSEPH PAUL**  
**Chairman/Director**

**1600 SW 117<sup>TH</sup> AVENUE  
DAVIE, FL 33325**

## **ARTICLE XI – DIRECTORS**

The Corporation shall have an initial Board of Directors consisting of (9) directors. The names of the initial directors of the Corporation, who have been designated by the Incorporator, and who shall serve until his or her successor is duly elected and qualified, until his or her earlier death, resignation or removal from office are:-

<b>NAME:</b>	<b>ADDRESS:</b>
<b>JUDNEL JEAN President</b>	<b>545 NE 121<sup>ST</sup> STREET # 205 MIAMI, FL 33161</b>
<b>SCHEDLINE P. MARICES Vice- President</b>	<b>1355 NE 155 STREET N MIAMI BCH, FL 33161</b>
<b>EVENS LAROQUE Secretary</b>	<b>14560 NE 6<sup>TH</sup> STREET # 314 N MIAMI, FL 33162</b>
<b>LISENA BASQUIN Treasurer</b>	<b>17001 NE 9<sup>TH</sup> AVE # 10-C N MIAMI BCH, FL 33162</b>
<b>JEAN JOSEPH PAUL Chairman/Director</b>	<b>1600 SW 117<sup>TH</sup> AVENUE DAVIE, FL 33325</b>
<b>MARIE R. CASSEUS Director</b>	<b>1035 NW 131<sup>ST</sup> STREET MIAM, FL 33168</b>
<b>ELIE Z. CASSEUS Director</b>	<b>1035 NW 131<sup>ST</sup> STREET MIAMI, FL 33168</b>
<b>ADY J. AUDAIN Director</b>	<b>1493 NE 143<sup>RD</sup> STREET MIAMI, FL 33162</b>
<b>VANESSA C. LUBIN Director</b>	<b>323 NE 171<sup>ST</sup> STREET N MIAMI, FL 33162</b>

**ARTICLE XII – BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the members of the Corporation.

**ARTICLE XIII – AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by the bylaws.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this \_\_\_\_\_ day of APRIL 2007.

**SIGNATURE:**

**JEAN JOSEPH PAUL**  
Chairman/Director

**STATE OF FLORIDA)**  
**)**  
**COUNTY OF MIAMI- DADE)**

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of APRIL 2007, by **JEAN JOSEPH PAUL**, Chairman/Director of **UNDERGROUND COLLEGE, INC...** a Florida corporation, on behalf of the corporation. He is personally known to me or has produced a

\_\_\_\_\_ as identification.

\_\_\_\_\_  
**NOTARY PUBLIC,**  
**STATE OF FLORIDA**

**MY COMMISSION EXPIRES:**

\_\_\_\_\_  
(Name of Notary typed/printed)

CC# \_\_\_\_\_



**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned Corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, the State of Florida.

1. The name of the Corporation is: **UNDERGROUND COLLEGE, INC.**

The name and address of the registered agent and office is

**NAME: JEAN JOSEPH PAUL**

**ADDRESS: 1600 SW 117<sup>TH</sup> AVENUE  
DAVIE, FL 33325**

**ACKNOWLEDGEMENT:**

Having been named the registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

**SIGNATURE** .....

**JEAN JOSEPH PAUL  
Registered Agent**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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AND  
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