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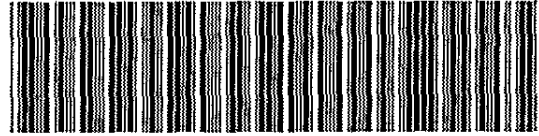
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FILED  
07 JUL 20 PM 4:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRD  
7/20

2007-33596

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# TERRENCE F. PYLE, P.A.

Attorney and Counsellor at Law

**LOCATED AT:**

707 Del Webb Boulevard  
Sun City Center, FL 33573

Terrence F. Pyle

**MAILING ADDRESS:**

Post Office Box 5869  
Sun City Center, FL 33571

**TELEPHONE: (813) 634-3361**

**FAX: (813) 634-4099**

July 10, 2007

Director  
Division of Corporations  
Florida Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

**RE: Incorporation of HAITI HUMANITARIN FUND, INC., a Florida  
not-for-profit corporation**

Dear Sir/Madam:

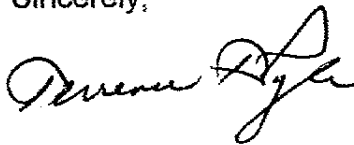
Please find enclosed the following with regard to the above Corporation:

1. The original and one copy of the Articles of Incorporation.
2. The original and one copy of an executed Resident Agent Form.
3. My law firm's check payable to the Secretary of State in the amount of \$78.75 to cover the following:

[a] Filing Fee	\$ 35.00
[b] Certified copy	\$ 8.75
[c] Resident Agent Form	\$ 35.00

It would be appreciated if these Articles could be filed today or tomorrow. Thank you for your assistance in this matter. If you have any questions, please call.

Sincerely,



Terrence F. Pyle

TFP/mh  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 13, 2007

TERRENCE F PYLE, P.A.  
PO BOX 5869  
SUN CITY CENTER, FL 33571

SUBJECT: HAITI HUMANITARIAN FUND, INC.  
Ref. Number: W07000033596

RECEIVED

07 JUL 20 PM 3:39

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

We have received your document for HAITI HUMANITARIAN FUND, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

The registered agent and street address must be consistent wherever it appears in your document.

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

Please return the original and one copy of 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) 245-6879.

Ruby Dunlap  
Regulatory Specialist  
New Filing Section

Letter Number: 107A00044714

**ARTICLES OF INCORPORATION  
OF  
HAITI HUMANITARIAN FUND, INC.**

**FILED**  
07 JUL 20 PM 4:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator of these Articles of Incorporation (these "Articles") hereby forms a corporation not for profit (the "Corporation") under the laws of the State of Florida as follows:

**ARTICLE I**

**Name**

The name of the Corporation is: Haiti Humanitarian Fund, Inc.

**ARTICLE II**

**Term of Existence**

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the office of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

**ARTICLE III**

**Purpose**

The Corporation is organized and shall be operated as an entity providing humanitarian aid in the form of money, goods and services to the people of Haiti to improve their living conditions, health, safety and welfare.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual; no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation; and no part of its activities shall include the participation or intervention in any political campaign on behalf of any candidate for public office.

**ARTICLE IV**

**Powers**

The powers of the Corporation shall include and be governed by the following provisions:

A. The Corporation shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles.

B. The Corporation shall engage in no activity unrelated to the purpose for which it is organized, being to provide humanitarian aid in the form of money, goods and services to the people of Haiti to improve their living conditions, health, safety and welfare.

C. The Corporation shall have the power to obtain and maintain status as a non-taxable entity pursuant to the Internal Revenue Code and the regulations issued thereunder.

## **ARTICLE V**

### **Members**

**Section 1.** The Corporation shall not issue shares of stock.

**Section 2.** The incorporator and directors constitute the original members of this Corporation.

**Section 3.** Membership in the Corporation can be granted to additional persons by proper vote of the Board of Directors.

**Section 4.** Membership shall not be transferable. The membership of any person shall terminate upon voluntary notice thereof from that member or upon the dissolution of the Corporation. Any person may be removed from membership in the Corporation by proper action of the Board of Directors.

## **ARTICLE VI**

### **Initial Registered Office and Agent and Principal Office**

The street address of the principal office of the Corporation is 1210 Acappella Lane, Apollo Beach, FL 33572. The name of its initial registered agent and the address of said registered agent is Terrence F. Pyle, 707 Del Webb Blvd West, Sun City Center, FL 33573.

## **ARTICLE VII**

### **Directors**

A director must be a member of the Corporation. The Corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time as specified in the Bylaws of the Corporation, provided that the Corporation shall always have at least three (3) directors. The name and address of each initial director of the Corporation who shall serve until his successor is duly elected and qualified are:

<u>Name</u>	<u>Address</u>
Harold E. Ott	— 1210 Acappella Lane Apollo Beach, FL 33572
Cindy H. Powell	1 Barbados Avenue #2B Tampa, FL 33606
Diane Cooper	10716 Deepbrook Dr. Riverview, FL 33569

## ARTICLE VIII

### Bylaws

The Corporation's Bylaws may be amended from time to time upon approval of such amendment by not less than 75 percent of the directors.

## ARTICLE IX

### Voting

**Section 1.** The members of the Corporation shall have no voting rights.

**Section 2.** All issues concerning the Corporation shall be voted upon by the Board of Directors in accordance with the provisions pertaining thereto contained in the Bylaws.

## ARTICLE X

### Amendment

These Articles may be amended from time to time upon approval of such amendment by not less than 75 percent of the directors; provided, however, that: (i) no amendment shall make any changes in the voting rights of directors without approval in writing of all directors; and (ii) no amendment shall be made that is in conflict with the Florida Not For Profit Corporation Act or the Florida Business Corporation Act (where applicable). A copy of each amendment shall be duly filed with the Florida Department of State.

## ARTICLE XI

### Dissolution

Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose. No such payment, benefit, or distribution upon dissolution shall be deemed to be a dividend or distribution of income.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this 6<sup>th</sup> day of JULY, 2007.

INCORPORATOR:



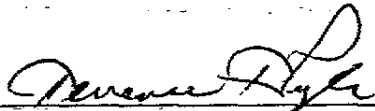
HAROLD E. OTT

1210 Acappella Lane  
Apollo Beach, FL 33572

ACCEPTANCE BY REGISTERED AGENT

Having been named registered agent and having been designated to accept service of process for the Corporation, at the place designated as the registered office, I hereby agree to serve as registered agent, to comply with all laws regarding the performance of my duties, and to accept the duties and obligations of Section 617.0502, Florida Statutes.

Dated this 9<sup>th</sup> day of JULY, 2007.

  
Terrence F. Pyle, Registered Agent

**FILED**  
07 JUL 20 PM 4:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA