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SECRETARY OF STATE TALLAHASSEE, FLORID

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# FLORIDA DEPARTMENT OF STATE Division of Corporations

March 10, 2008

ABIMELEC JOSEPH 9079 E: COMANCHE AVENUE TAMPA, FL 33610

SUBJECT: HAITIAN YOUTH OF SOURCE CHAUDE FOR A NEW COMMUNITY

INC: (HYSFANC)

Ref. Number: W08000012460

We have received your document for HAITIAN YOUTH OF SOURCE CHAUDE FOR A NEW COMMUNITY INC. (HYSFANC) and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the \$\displainter{4}\$ following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing an application and submitting the appropriate fees to this office.

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) 245-6934.

Loria Poole Regulatory Specialist II

Letter Number: 408A00014576

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### ARTICLES OF INCORPORATION

AND PALLO The undersigned incorporator, for the purpose of forming a corporation under the Florida 1 Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

#### **ARTICLE I NAME**

The name of the corporation shall be: "Haitian Youth of Source Chaude for a new Community Inc."

#### ARTICLE 11 PRINCPALE OFFICE

The principal place of business and mailing address of this corporation shall be: 3013 E. Comanche Avenue Tampa, Florida 33610

#### ARTICLES 111 PURPOSE(S)

The specific purpose(s) for which the corporation is organized is (are): To provide educational and social support for children, youths and adults including shelter, food, medication, clothing etc. (Both national and International)

#### ARTICLES IV MANNER OF ELECTION OF DIRECTORS

The name in which the directors are elected or appointed is:

See ARTICLE 111, Section 1 of the BY-LAWS-

#### ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Mr. ABIMELEC Joseph

3013 E. Comanche E. Avenue Tampa Florida 33610

#### **ARTICLE V1 INCOPORATOR**

The name and address of the Incorporator to these Articles of Incorporation are:

Mr. ABIMELEC JOSEPH

3013 E. Commanche

Tampa, Florida 33610

Signature/Incorporator

2/27/08

(An additional article must be added if an effective date is requested.)

Having been named as 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 egistered agent

Signature/Registered Agent

2/27/68

#### ARTICLE VII MISCELLANEOUS

Section 1. REGISTERED AGENT – The initial registered agent shall be Mr. Abimelec Joseph whose business address is 3013 E. lake Ave. 33610.

**SECTION 2. PROPERTY** – The organization shall own or lease real property for the maintenance of the organization and shall own or lease electrical and mechanical equipment, furniture and fixtures, supplies and materials as are used in or incidental to the running of the organization.

**SECTION 3. MEMBERSHIP** – Membership to the organization is open to the public. Anyone who wishes to be considered for membership shall fill out the organization membership application form. The President of the organization shall review all applications and solely makes his/her final decision. No application or membership fee shall be assessed by the organization.

**SECTION 4. ISSUEING OF SHARES** – The organization shall issue NO SHARES of any kind, and shall be a "Not for Profit' organization as prescribed by the CERTIFICATE OF INCORPORATION.

**SECTION 5. NET EARNING** – No part of the net earning of the organization shall inure to the benefit of any private member or individual.

**Section 6. political activity** – The organization shall not participate in or intervene in political campaign for any candidate for political office. This shall include the publishing or distributing of statements. Any substantial part of the activities of the organization shall not involve carrying propaganda or otherwise attempt to influence registration.

**SECTION 7. FISCAL YEAR** – The fiscal year of the organization shall be determined by resolution of the Board of Directors.

**SECTION 8. CHECKS/CHEQUES** – All checks/cheques, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the organization shall be signed by officer(s) of the organization and in such manner as shall be determined from time to time by resolution of the directors.

**ARTICLE VIII – AMEMDMENTS** "Haitian Youth of source chaude for a New Community INC. reserve the right to amend, alter, or repeal any provision (s) contained in the Articles of Incorporation and in these By-Laws.

**SECTION 6. TREASURER** – The treasurer shall have custody of the corporate funds and shall keep full and accurate account of receipts and disbursements in books that belong to the corporation. He/she shall deposit all corporate moneys and other valuables in the name and to

the credit of the corporation at such a banking institution as may be designated by a majority vote of all directors.

The Treasurer shall distribute the funds of the organization as may be ordered by the directors or the President taking proper vouchers for such disbursements. He/she shall render to the President and directors at regular meetings or whenever they may request, an account of all his/her transactions as Treasurer and of the financial condition of the organization.

#### ARTICLE V - MEETING OF DIRECTORS

**SECTION 1. QUARTERLY MEMTINGS** – The regular meetings for the Board of Directors shall be held quarterly. Written notice shall be given to each board member. The notice shall state the matter to be discussed, the name of the place, time and date of the meeting. In the event the directors fail to so determine the time, date and place of the meeting, the meeting shall then be held at the registered office of the organization at 1602 East lake Avenue. Tampa, Florida 33610. If the date of the quarterly meeting shall fall upon a legal holiday, the meeting shall be held on the next succeeding business day.

**SECTION 2. OTHER MEETINGS** – Meetings of members for any purpose other than the quarterly meeting shall be held at such time and place as shall be stated in the notice of the meeting.

**SECTION 3. VOTING** – Each member entitled to vote in accordance with the terms and provisions of the ARTICLE OF INCORPORATION and these By-Laws shall be entitled to one vote, in person or by proxy. All elections for directors shall be decided by plurality vote, all other issues shall be decided by majority vote except otherwise provided by the Article of Incorporation.

**SECTION 4. QUORUM** – A two-third majority of members entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting.

#### ARTICLE VI - THE ORGANIZATION'S DOCUMENTS.

All documents of Haitian Youth of source chaude for a New Community (HYSFANC) shall be treated as confidential material by all persons responsible for such document once such document is declared by the President and the Board of Directors to be so classified. Any unauthorized disclosure of such document(s) to non-members of the Haitian Youth of source chaude for a New Community INC. (HYSFANC) by anyone shall result to legal action.

time specified therein, and if no time be specified, then at the time of its receipt by the President.

SECTION 6. REMOVAL OF DIRECTOR (S) DURING TERM – A director shall be removed during his/her term of office for fraud, incompetence, dishonesty by a majority vote of directors.

**SECTION 7. COMPENSATION** Directors shall not receive any stated salary for their services but by resolution of the members, reasonable out of pocket expenses of attendance to the organization's business shall be allowed. Nothing herein contained shall be construed to preclude any director from serving the organization in any other capacity as an officer, agent or otherwise.

#### **ARTICLE IV - OFFICERS**

**SECTION** Haitian Youth of Source Chaude for a New Community Inc

ON 1. OFFICERS – The officers of the organization shall consist of a President, Vice-President, Secretary, Assistant Secretary and a Treasurer. These officers shall be elected by the directors and shall hold office for four (4) years. The same person may hold more than two offices.

SELECTION 2. PRESIDENT – The President shall be the chief executive officer of the organization and shall have the general power and duties of supervisor and management of the organization. He/she shall preside at all meetings if present thereafter. He/she shall execute all contracts, in consultation with the Board of Directors in behalf of the organization to be affixed to any instrument requiring it, and when so affixed, the signature of the Secretary or Treasure shall attest the seal.

**SECTION 3. VICE-PRESIDENT** – The Vice-President shall perform all the duties and responsibilities of the President whenever the President is absent from a meeting.

**SECTION 4. SECRETARY** – The Secretary shall give, or cause to be given, notices of call meetings to members and directors. He/she shall make note of all proceedings of each meeting in a book to be kept by the secretary. The Secretary shall make available to each member a copy of the minutes. Except for emergency meetings, the agenda for every scheduled meeting shall be made available to each member twenty-four (24) hours before each meeting.

**SECTION 5. ASSISTANT SECRETARY** – The Assistant Secretary shall assist the Secretary in the performance of his/her duties at all times and shall perform all duties and responsibilities of the Secretary whenever the Secretary is absent or unable to carry out his/her duties.

#### BY-LAWS

#### Haitian Youth of Source Chaude for a New Community

#### NAME OF THE ORGANIZATION: HYSFANC

**SECTION 1. ORGANIZATION NAME-** The name of the organization shall be:

Haitian Youth of Source Chaude for a New Community Inc.

#### ARTICLE II – ORGANIZATION LOCATION

**SECTION 1. REGISTERED LOCATION** – The registered location – the principal place of business and mailing address of the organization shall be maintained at 3013 East. Comanche Avenue Tampa, in the County of Hillsborough in the State of Florida.

**SECTION 2. OTHER LOCATIONS** – The Board of Directors shall have the power and authority to establish and maintain branches of any other location either within the State of Florida or other State or World-wide.

#### ARTICLE III - THE BOARD OF DIRECTORS

**SECTION 1. MANNER OF ELECTION -** The Incorporator/President shall appoint the initial Board of Directors. Each director shall serve a four-year term. Incase of a resignation by any director before his/her four-year term, the Incorporator/President shall appoint his/her successor. The Incorporator/President shall forward future candidate's names to every board member and other elected officials at a meeting – who shall elect new members to the board.

SECTION 2. **FUNCTION** OF **THE BOARD** OF DIRECTORS – The Board of Directors shall have the general power and duties of supervision and management of the organization's business.

**SECTION 3. NUMBER AND TERM -** The organization shall have five (5) directors. Each member shall serve a four-year term.

**SECTION 4. INCREASE OF NUMBER** – The current number of Board of Directors shall be increased at any time by the Incorporator/President in accordance with Article III, Section I.

**SECTION 5. RESIGNATIONS** – A member of the Board of Director may resign at any time. Such resignation shall be made in writing, and shall take effect at the

## HYSFANC

NAME & TITLE	ADDRESS
Abimelec Joseph –Founder & President	Tampa, Florida 33510 813-846-1295
Hogino Gay-Vice President	1616 Green ridge Road Tampa, Florida 33619
Ruth Marseille-Treasure	10922 Banyan Wood WAY Riverview, Florida 33569 813-900-7348
Jina Jeangilles	3642 Terrapin Lane Apt: # 1215 Coral Springs, Florida 33067 954-773-5085
Maxwell Garcon	2901 Net work Place Lutz, Florida 33559 813-210-4631