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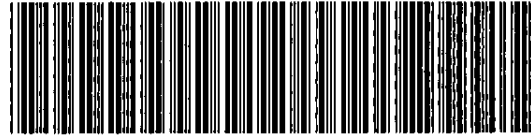
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FILED
2011 JUL 20 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

Brown 7-21-11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Haitian American Leadership Coalition, Inc.

DOCUMENT NUMBER: N09000011626

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

Please return all correspondence concerning this matter to the following:

Jacques Despinosse

(Name of Contact Person)

(Firm/ Company)

12811 West Dixie Highway

(Address)

North Miami, Florida 33161

(City/ State and Zip Code)

jacquesdespinosse@yahoo.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jacques Despinosse

(Name of Contact Person)

at (786) 487-5529

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
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

Articles of Amendment
to
Articles of Incorporation
of

Haitian American Leadership Coalition, Inc.

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

N09000011626

(Document Number of Corporation (if known))

FILED
2011 JUL 20 PM 12:32
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:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or " Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

*(Principal office address **MUST BE A STREET ADDRESS**)*

C. Enter new mailing address, if applicable:

*(Mailing address **MAY BE A POST OFFICE BOX**)*

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

(Attach additional sheets, if necessary)

D

Please see attachment

Haitian American Leadership Coalition, Inc.

Ancelau Joseph (Add) - D

12811 West Dixie Highway

North Miami, FL 33161

Jeanine Foulks (Add) - D

12811 West Dixie Highway

North Miami, FL 33161

The date of each amendment(s) adoption: _____
(date of adoption is required)

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

Dated 7/15/11

Signature Jacques Despinosse
(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)

Jacques Despinosse
(Typed or printed name of person signing)

President/Chair
(Title of person signing)

7

Articles of Amendment
to
ARTICLES OF INCORPORATION

OF

HAITIAN AMERICAN LEADERSHIP COALITION, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a non-profit Corporation under Chapter 617 of the Florida Statutes (FS).

Article I - NAME

The name of the Corporation shall be **Haitian American Leadership Coalition, Inc.**, (hereinafter "Corporation").

Article II – PRINCIPAL OFFICE ADDRESS

The initial address of the principal office of this Corporation is:
12811 West Dixie Highway North Miami, Florida 33161 and the mailing address is the same.

Article III - PURPOSE

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IV - EXISTENCE

The Corporation shall have perpetual existence

Article V – REGISTERED AGENT

The name and Florida Street address of the registered agent is:

Jacques Despinosse
95 N.E. 131st Street
North Miami, Florida 33161

Article VI – INCORPORATOR

The names and address of the incorporator is:

Jacques Despinosse
95 N.E. 131st Street
North Miami, Florida 33161

Article VII - DIRECTORS

The Directors shall be elected by a majority vote of the Members of this Corporation. The initial Directors of the Corporation shall be:

Jacques Despinosse
95 N.E. 131st Street
North Miami, Florida 33161

Roseline Philippe
12205 N.E. Miami Ct.
North Miami, Florida 33161

Joseph Apollon
12811 West Dixie Hwy
North Miami, Florida 33161

Joseph Augustin
12811 West Dixie Hwy.
North Miami, FL 33161

Marie Jean-Philippe
12811 West Dixie Hwy.
North Miami, FL 33161

Ancelau Joseph
12811 West Dixie Hwy.
North Miami, FL 33161

Jeanine Foulks
12811 West Dixie Hwy.
North Miami, FL 33161

Article VIII - EFFECTIVE DATE

The effective date of this corporation shall be: 01/01/2010

Article IX - OFFICERS

The officers of the Corporation shall be elected or appointed by a majority vote of the Directors of the Corporation. The initial officers shall be:

President – Jacques Despinosse

Secretary – Roseline J. Philippe

Treasurer – Joseph Apollon

Article X – CATEGORY OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the Bylaws of the Corporation.

Article XI – VOTING RIGHTS

Members of the Corporation shall have such voting rights as provided in the Bylaws of the Corporation.

Article XII – DEBT(S)

Neither the members nor the members of the Board of Directors or Officers of the Corporation shall be liable for the debts of the Corporation.

Article XIII - STOCK

The Corporation shall have no capital stock and shall be composed of members rather than shareholders.

Article XIV – EARNINGS & PROPAGANDA

No part of the net earnings of the Corporation shall inure to the benefits of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article XV - INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is

permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

Article XVI - DISSOLUTION

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future tax code, or shall be distributed to the federal government or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article XVII - AMENDMENT

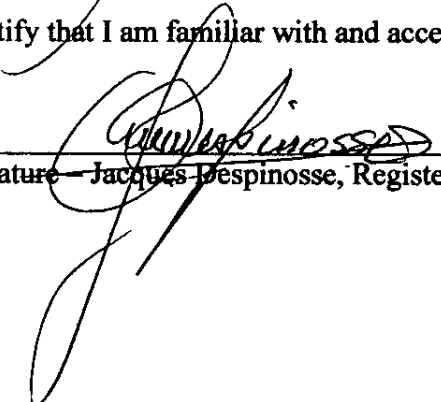
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 15 day of July, 2011.


Signature - Jacques Despinosse, Incorporator

ACCEPTANCE OF REGISTERED AGENT

I certify that I am familiar with and accept the responsibilities of registered agent


Signature - Jacques Despinosse, Registered Agent