

# N10000000231

Florida Department of State  
Division of Corporations  
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**To:**

Division of Corporations  
Fax Number : (850) 617-6391

**From:**

Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5368

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.**

Email Address: Csmith@verrilldana.com

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Enablis Entrepreneurial Network Corporation**

Certificate of Status	0
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ARTICLES OF INCORPORATION  
(Not for Profit)  
In Compliance with Chapter 617, Florida Statutes

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I                      NAME

The name of the corporation shall be Enablis Entrepreneurial Network Corporation (the "Corporation").

ARTICLE II                      PRINCIPAL OFFICE

The principal street address and mailing address of the Corporation shall be 16400 Collins Avenue, TH # 1 - Tower 4, Sunny Isles, FL 33160.

ARTICLE III                      PURPOSE

The Corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), including but not limited to providing capacity-building support and business-management assistance to entrepreneurs in the developing world, to enable such entrepreneurs to start and/or expand their small- to medium-sized enterprises, thereby contributing to poverty reduction and sustainable economic development in under-resourced areas.

Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not consistent with its purposes or 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

In furtherance of the above-described purposes, the Corporation shall have all powers, rights, privileges, and immunities, and shall be subject to all of the liabilities conferred or imposed by law upon corporations of this nature, and shall be subject to and have all the benefits of all general laws with respect to corporations.

ARTICLE IV                      MEMBERS

There shall be one class of members, designated Members. The initial Member shall be Enablis Entrepreneurial Network Inc., a nonprofit tax-exempt Canadian corporation duly registered in the Province of Quebec, Canada. Thereafter, Members shall consist of individuals, legal entities, and other associations with a common interest the promotion of which is the Corporation's primary purpose, who, upon acceptance by vote of the Members, shall have paid such membership dues and met such other qualifications as the Members may from time to time determine. The Members shall have authority to elect other Members and to elect and remove the directors of the Corporation, but shall have no other voting power or authority to manage or direct the affairs or activities of the Corporation.

ARTICLE V                      DIRECTORS

The Board of Directors is authorized to increase or decrease the number of directors. Notwithstanding the foregoing, the minimum number of directors shall be three (3) directors, and the maximum number shall be twenty-one (21) directors.

The initial Board shall consist of three (3) directors. Pursuant to Section 617.0202(d), Florida Statutes, the subsequent qualification and election of directors shall be as provided for in the corporation's Bylaws, as amended from time to time.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Name

Address

C T Corporation System

1200 South Pine Island Road, Plantation, FL 33324

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name

Address

Christopher R. Smith

One Portland Square, P.O. Box 586, Portland, ME 04112

ARTICLE VIII ADDITIONAL PROVISIONS

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

The Corporation is nonprofit in nature, and shall not authorize or issue shares of stock. No part of the net earnings of the Corporation shall inure to the benefit of any member, director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation in carrying out one or more of its purposes), and no member, director, or officer of the corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

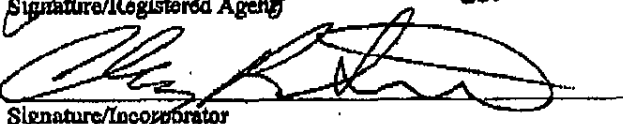
Upon the dissolution of the Corporation or the termination of its activities, the assets of the Corporation remaining after the payment of all its liabilities shall be distributed exclusively to one or more organizations that are then exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) as organizations described in Section 501(c)(3) of the Internal Revenue code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

\*\*\*\*\*  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Signature/Registered Agent

Lauren H. Kretz  
Special Assistant  
Secretary

1/11/10  
Date

  
Signature/Incorporator

January 11, 2010  
Date