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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
10 11/3/10

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Haitian Childrens Food Charity Corporation

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

Barry T. Shevlin, Esq.

Name of Contact Person

Shevlin & Atkins, Attorneys At Law

Firm/ Company

1111 Kane Concourse, Suite 605

Address

Bay Harbor Islands, FL 33154

City/ State and Zip Code

stu713@yahoo.com

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

For further information concerning this matter, please call:

Barry T. Shevlin

Name of Contact Person

at (305)

868-0304

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

AMENDED ARTICLES OF INCORPORATION

OF

HAITIAN CHILDRENS FOOD CHARITY CORPORATION

The undersigned officer hereby files these Articles of Incorporation for Haitian Childrens Food Charity Corporation, a Florida not for profit corporation (the "Corporation"), and confirms that the Articles of Incorporation were duly adopted by written consent of the Members and Board of Directors as of October 1, 2010, and pursuant to the provisions of Sections 617.1001, 617.1002 and 617.1007 of the Florida Not For Profit Corporation Act.

ARTICLE I - NAME

The name of the corporation shall be: HAITIAN CHILDRENS FOOD CHARITY CORPORATION, a Florida not for profit corporation.

ARTICLE II - DURATION

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

ARTICLE III - PURPOSE

The general purpose for which this corporation is organized shall be to collect donations of food, clothing and grocery products and to distribute food, clothing and other grocery products to the people of Haiti for the benefit of Haitian children and their families as well as all other related lawful business permitted under the General Business Corporation Act and the laws of the State of Florida.

Said organization 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 corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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TALLAHASSEE, FLORIDA
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Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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 IV - ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office of the corporation shall be: 5761 NW 37th Avenue Miami, FL 33142.

ARTICLE V - DIRECTORS

The number of directors constituting the initial board of directors of the corporation shall be one but no more than five, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until successors are elected and shall qualify are:

Stuart Tromberg
5761 NW 37th Avenue
Miami, FL 33142

Lionel Louis
5761 NW 37th Avenue
Miami, FL 33142

ARTICLE VI – ELECTION OF DIRECTORS

The method of appointment or election of directors shall be stated in the Bylaws

ARTICLE VII – BOARD OF DIRECTORS AUTHORITY

All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of its Board of Directors which shall consist of no less than two individuals who are 18 years of age or older. The number of directors may be increased or decreased, from time to time, by amendment to the Bylaws, but the Corporation shall never have fewer directors than as prescribed by applicable Florida law at the time of said amendment.

ARTICLE VIII - OFFICERS

The name and address of the first officers of this corporation are as follows:

Lionel Louis, President
Stuart Tromberg, Secretary

ARTICLE IX - INCORPORATOR

The names and address of the initial incorporator is as follows:

Lionel Louis
5761 NW 37th Avenue
Miami, FL 33142

ARTICLE X – REGISTERED AGENT

The designated registered agent for this corporation is Barry T. Shevlin, whose address is as follows:

Barry T. Shevlin, Esq.
Shevlin & Atkins
Attorneys at Law
1111 Kane Concourse
Suite 605
Bay Harbor Islands, FL 33154

ARTICLE XIII – BYLAWS AND REGULATIONS

The Corporation shall adopt by-laws and regulations creating, defining, limiting and regulating the powers of the Corporation, the directors and stockholders, or any class of stockholders including but not limited to any provision for cumulative voting for directors, and any provisions which are required or permitted under the General Business Corporation Act of the State of Florida.

ARTICLE IX - DISSOLUTION

In the event of the dissolution of the Corporation, the residual assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law, as may be determined by the Board of Directors.

ARTICLE X - AMENDMENTS

Until the appointment or election of the initial Board of Directors, these Articles of Incorporation may be amended, altered, changed or repealed by the Incorporator. After the appointment or election of the initial Board of Directors, these Articles of Incorporation may only be amended, changed or repealed as provided in the Bylaws.

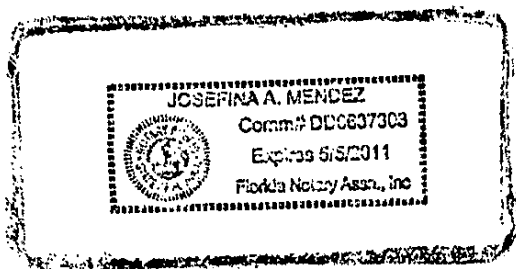
IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation for
HAITIAN CHILDRENS FOOD CHARITY CORPORATION, a Florida not for profit corporation, on this
11th day of October 2010.

Lionel Louis
LIONEL LOUIS, Incorporator

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) ss.

BEFORE ME, the undersigned authority, this 11th day of October 2010, personally appeared
Lionel Louis, Incorporator of HAITIAN CHILDRENS FOOD CHARITY CORPORATION, a Florida not
for corporation, who is personally known to me, and after being duly sworn on oath, deposed and said he
has fully read and understood the foregoing Amended Articles of Incorporation for HAITIAN CHILDRENS
FOOD CHARITY CORPORATION, a Florida not for profit corporation and has executed same knowingly
and voluntarily for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me this 11th day of October 2010.



[Signature]
NOTARY PUBLIC, State of Florida
Josefin A Mendez
Printed Name


CERTIFICATE OF DESIGNATION

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS SHALL BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED; HAITIAN CHILDRENS FOOD CHARITY CORPORATION, A FLORIDA NOT FOR PROFIT CORPORATION DESIRING TO ORGANIZE AND QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS CORPORATE ADDRESS AT: 5761 NW 37TH AVENUE, MIAMI, FL 33142, AND WITH ITS REGISTERED AGENT FOR SERVICE OF PROCESS WITHIN FLORIDA BEING BARRY T. SHEVLIN, ESQ., SHEVLIN & ATKINS, 1111 KANE CONCOURSE, SUITE 605, BAY HARBOR ISLANDS, FL 33154. HAVING BEEN MADE TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF DUTIES.


REGISTERED AGENT
BARRY T. SHEVLIN

10-11-10
DATE:

Dated October 18, 2010

Signature _____
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Stuart Tromberg
(Typed or printed name of person signing)

SD
(Title of person signing)