

N11000005585

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

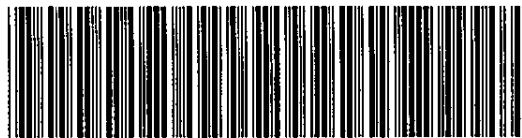
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TALLAHASSEE, FLORIDA

*Amend*

SEP 26 2012

T. LEWIS

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: **OGANIZASYON SANTE POPILE, CORP.**

DOCUMENT NUMBER: **N11000005585**

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

Please return all correspondence concerning this matter to the following:

**Guidner Bien-Aime**

(Name of Contact Person)

(Firm/ Company)

**2051 NW 99 Avenue**

(Address)

**Pembroke Pines, Florida 33024**

(City/ State and Zip Code)

**GUIDNER@HOTMAIL.COM**

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

For further information concerning this matter, please call:

**Guidner Bien-Aime**

(Name of Contact Person)

at **786** **7520148**

(Area Code & Daytime Telephone Number)

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

- |  |  |   |   |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

OGANIZASYON SANTE POPILE, CORP.

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

N11000005585

(Document Number of Corporation (if known))

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:

NA 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)

NA

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

NA

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:

NA

(Florida street address)

New Registered Office Address:

(City)

Florida

(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

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TALLAHASSEE FLORIDA

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

*Please note the officer/director title by the first letter of the office title:*

*P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.*

*Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.*

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>SUP</u>	<u>Woodchill Bien-Aime Sr.</u>	<u>1301 NE Miami Gardens Dr</u> <u>Apt 1515</u> <u>Miami, Florida 33179</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>S</u>	<u>Micherlande Bien-Aime</u>	<u>1301 NE Miami Gardens Drive</u> <u>Apt 1515</u> <u>Miami, Florida 33179</u>
3) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>VT</u>	<u>Gardy J. Marius</u>	<u>5325 NW 16th Street</u> <u>Apt 2</u> <u>Lauderhill, Florida 33313</u>
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>          </u>	<u>  </u>	<u>  </u> <u>  </u> <u>  </u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>          </u>	<u>  </u>	<u>  </u> <u>  </u> <u>  </u>
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>          </u>	<u>  </u>	<u>  </u> <u>  </u> <u>  </u>

**E. If amending or adding additional Articles, enter change(s) here:**  
*(attach additional sheets, if necessary). (Be specific)*

See Attached Amended Articles Of Incorporation

Article II changed to Article IV

Article III modified and changed to Article II

New Article III is added

Article IV modified and changed to Article VII

Article VII modified and changed to Article IX

New Article VIII, X, XI, XII, XIII, XIV, XV, XVI, XVII added.

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**OGANIZASYON SANTE POPILE, CORP.**

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.

**Article I**

The name of the Corporation is OGANIZASYON SANTE POPILE, Corp. (hereinafter "Corporation").

**Article II**

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 III**

The Corporation shall have perpetual existence

**Article IV**

The address of the principal office of this Corporation is:

1301 NE MIAMI GARDENS DR.  
1515 W  
MIAMI, FL. US 33179

The mailing address of the corporation is:

1301 NE MIAMI GARDENS DR.  
1515 W  
MIAMI, FL. US 33179

## **Article V**

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

GUIDNER BIEN-AIME  
2051 NW 99 AVENUE  
PEMBROKE PINES, FL 33024

## **Article VI**

The name and address of the incorporator is:

GUIDNER BIEN-AIME	2051 NW 99 AVENUE PEMBROKE PINES, FL 33024
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I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirements to file an annual report between January 1<sup>st</sup> and May 1<sup>st</sup> in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

## **Article VII**

The Directors of the corporation shall be elected by a majority vote of the Members of this Corporation at the annual meeting. They shall serve a two (2) years term.

The management of the Corporation shall be vested in the Board of Directors of not less than three (3) members and not more than nine (9). The Board of Directors shall establish the Vision, Mission, Purpose, Policies, and the Strategic Plan for the Corporation.

The Directors of the Corporation shall be:

Director – **Guidner Bien-Aime**  
2051 NW 99 Avenue  
Pembroke Pines, Florida 33024

Director – **Sterman Toussaint**  
1872 NE 198<sup>th</sup> Terrace  
North Miami Beach, Florida 33179.

Director – **Gardy J. Marius**  
5325 NW 16<sup>th</sup> Street Apt 2  
Lauderhill, Florida 33313

### **Article VIII**

The effective date for this corporation shall be: 07/09/2011

### **Article IX**

The officers of the Corporation shall be appointed by a majority vote of the members of the Board of Directors of the Corporation for a period of two (2) years. The officers shall be:

**President** – Guidner Bien-Aime  
2051 NW 99 Avenue  
Pembroke Pines, Florida 33024

**Vice-President/Treasurer** – Gardy J. Marius  
5325 NW 16th Street Apt. 2  
Lauderhill, Florida 33313

**Secretary** – Sterman Toussaint  
1872 NE 198<sup>th</sup> Terrace  
North Miami Beach, Florida 33179

**Assistant Secretary** – Micherlande Bien-Aime  
1301 NE Miami Gardens Drive Apt 1515W  
Miami, Florida 33179

### **Article X**

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**

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

### **Article XII**

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**

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

### **Article XIV**

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**

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**

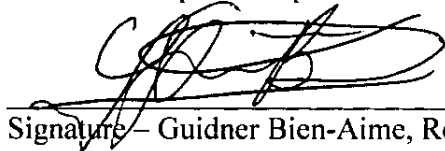
Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future tax code, or shall be distributed to the federal government or to a state or local government 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**

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.

### ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept services of process for the stated Corporation at the place designated, 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 responsibilities of my position.

A handwritten signature in black ink, appearing to read 'Guidner Bien-Aime', written over a horizontal line.

Signature – Guidner Bien-Aime, Registered Agent

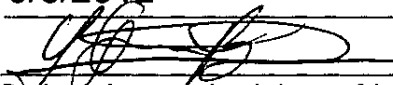
The date of each amendment(s) adoption: 9/6/2012

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 9/6/2012

Signature   
(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)

Guidner Bien-Aime  
(Typed or printed name of person signing)

Director - President  
(Title of person signing)