

N110000011255

(Requestor's Name)



Marcelle Martelly
1440 NE 201st Ter.
Miami, FL 33179-5144

(Address)

(City/State/Zip/Phone #)



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11/18/11--01011--001 **35.00

11/01/11--01023--020 **43.75

EFFECTIVE DATE 1-1-12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 DEC -5 PM 2:15

Dr. Frantz Delva
The New Haiti Children Foundation, Inc.
1440 NE. 201st Terr
Miami, Florida 33179-56169

Ref: WIIOOO056169
Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32314

Dear Pamela Smith;

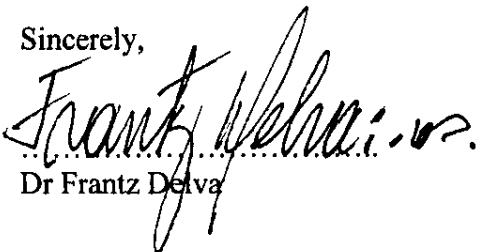
The address 1440 NE 201st Terrace, Miami, Florida 33179-56169 is the principal office address for the New Haiti Children Foundation Inc., (NHCF); and it is also the mailing address. The organization does not intend to transact business until January 1st 2012; the effective date therefore is January 1st 2012 for NHCF to begin its campaign. We will not begin before and we are postponing the organization's requirement to file an annual report for 2012 and we will only pay the required report filling fee for 2012.

I am returning this document along with a copy of this letter dated November 3rd 2011; within 60 days. Please receive the following statement for accepting the duties and responsibilities of registered Agent for NHCF.

To Whom It May Concern:

I, Frantz Delva, also known as Dr Frantz Delva, alias Frantz Delva, MD.,MPH.,PhD hereby am familiar with and accept on this day November 9 2011, the duties and responsibilities of Registered Agent. This statement is given to the Board of Directors of NHCF, the proposed Chief Executive Director of NHCF and sent directly to the Department of State, Florida; Division of Corporations and other appropriate entities.

Sincerely,


Dr Frantz Delva

A Day Phone Number for

Dr. Marcelle Martelly

305-934-7463

for

Dr. Delva, Frantz

954-326-3197

1440 NE 201 Terrace
Miami, FL 33179



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
11 DEC -5 AM 11:10
DIVISION OF CORPORATIONS

November 21, 2011

MARCELLE MARTELLY
1440 NE 201ST TERR
MIAMI, FL 33179-5144

SUBJECT: THE NEW HAITI CHILDREN FOUNDATION, INC.
Ref. Number: W11000056169

We have received your document for THE NEW HAITI CHILDREN FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that you must correct your document to include the changes of adding the principal address, effective date and the acceptance and signature of the registered agent. It is not acceptable for the changes to only be in a letter.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 245-6901.

Pamela Smith
Regulatory Specialist II

Letter Number: 511A00026315



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
11 NOV 14 PM 2:26

November 3, 2011

MARCELLE MARTELLY
1440 NE 201ST TERR
MIAMI, FL 33179-5144

SUBJECT: THE NEW HAITI CHILDREN FOUNDATION, INC.
Ref. Number: W11000056169

We have received your document for THE NEW HAITI CHILDREN FOUNDATION, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00.

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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) 245-6901.

Pamela Smith

ARTICLES OF INCORPORATION

11 DEC -5 PM 2:15

NON-STOCK

NON-PROFIT

FIRST: The name of this corporation is **THE NEW HAITI CHILDREN FOUNDATION, INC.**

EFFECTIVE DATE 1-1-12

SECOND: Its registered office in the State of Florida is to be located at 1440 NE 201st Terrace, Miami, Florida, 33179 and the telephone is 305-934-7463, in the City of Miami, County of Dade, and State of Florida with Zip code 33179. Dr Frantz Delva is the registered agent. The effective date is January 1st, 2012. See page 4 for signature of the registered agent. The principal address is the same as the registered office.

THIRD: The nature of the non-profit business is a corporation and the objects and purposes proposed to be transacted, rooted and carried on, are to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

The purpose of the corporation is to engage in any lawful act pertaining to humanitarian charity or activity for which non-profit corporations may be organized including but not limited to nurture needy Haitian Children residing in HAITI while providing them basic needs such as food, nutrition, social work, education and sport under the general Corporation Law of Florida.

FOURTH: The Corporation shall not have any capital stock and the conditions of membership shall be stated in the Bi-Laws.

FIFTH: The mailing address of the incorporator is as follows: 1440 NE 201st Terrace, Miami, Florida, 33179 and the telephone is 305-934-7463, in the City of Miami, County of Dade, and State of Florida with Zip code 33179.

SIXTH: The powers of the incorporator are to terminate upon of the certificate of incorporation, and the names and mailing addresses of the persons who are to serve as directors until their successors are elected are as follows:

1. Solanges Nicolas President, residing at 1440 NE 201 Terrace, Miami, Florida, 33179 and the telephone is 786-487-7037, in the City of Miami, County of Dade, and State of Florida with Zip code 33179.
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2. Janice Carmen Martelly, Vice President, residing at 1440 N.E.201st Terrace Miami, Florida 33179 and the telephone is 305-984-0205, in the City of Miami County of Miami-Dade and State of Florida with Zip code 33179

3. Charlynn S. Fortune, Secretary, residing at 1440 N.E 201 Terrace Miami, Florida 33179 and the telephone is 754-204-0861, in the city of Miami, County of Miami-Dade and state of Florida with zip code 33179.

4. Esther A. Fortune, Treasury, residing also at 1440 NE 201 Terrace, Miami, Florida 33179 and the telephone is 786-443-6211, in the city of Miami, County of Dade, and the State of Florida with Zip Code 33179.

5. Claude-Harry Nicolas, Assistant to the Treasury, residing at 1437 NE Continental Drive Daytona Beach, FL 32117 and the telephone is 386-846-9085, in the City of Daytona Beach, County of Volusia, and State of Florida with Zip code 32117.

SEVENTH: The activities and affairs of the corporation shall be managed by a board of directors. The number of directors which shall constitute the whole board shall be such as from time to time shall be fixed by, or in the manner provided in, the By-Laws, but in no case shall the number being less than one. For the purpose of this Article of Incorporation, the number of Board of Directors shall be five people in total so it will facilitate voting. The directors need to be members of the corporation. The board of directors shall be elected by the members at the annual meeting of the corporation to be held on such date as the By-Laws may provide, and shall hold office until their successors are respectively elected and qualified. The By-Laws shall specify the number of directors necessary to constitute a quorum which is in this case three or four board members over the five board members voters.

The board of directors may, by resolution, passed by a majority of the whole board, designate one or more committees which, to the extent provided in said resolutions or in the By-Laws of the corporation, shall have and may require all the powers of the board of directors in the management of the activities and affairs of the corporation and may have power to authorize the seal of the corporation to be affixed to all papers which may require it; and such committee shall have such name or resolution adopted by the board of directors.

The officers of the Board of directors are elected for 3 years; the elected people may make, alter or repeal the By-Laws of this corporation. The Corporation may in its By-Laws confer powers upon its board of directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statute, provided that the board

of directors shall not exercise any power of authority conferred herein or by Statute upon the members.

EIGHTH: Meetings of members are to be held every two months at the residence of the President and or the Vice-President. The books of the Corporation shall be kept with and by the Secretary. All checks must have two (2) signatures for validity one signature by the Treasurer and the other signature by the President; if the President is absent, the Vice-President may also sign checks.

NINTH: No part of the net earnings of the corporation shall inure to the benefits of, or be distributable to, its members, directors, officers or other persons except 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 third hereof. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Not withstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carry on by a corporation exempt from Federal income tax under section 501 © (3) of the Internal Revenue Code of 1954 (or the corresponding provisions 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 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

TENTH: Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation, dispose of all of the assets of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time as an exempt organizations under section 501 ©(3) of the internal revenue Code of 1954 (or the corresponding provision of any future United States Law) as the Board of directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of Dade County where the principal office of Novo Nova, Inc, is situated.

ELEVENTH: The Corporation reserves the right to amend, alter, change or repeals any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by the Statute, and all rights conferred upon members herein are granted subject to this reservation.

I, The UNDERSIGNED, being each of the incorporator herein before named, for the purpose of forming a corporation to Florida Code, do make this Certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this twenty one day of September, A.D 2010.

Solanges Nicolas
Mme Solanges Nicolas, President

Janice C. Martelly
Ms Janice Carmen Martelly, Vice President

Charlynn Fortune
Ms Charlynn Fortune, Secretary

Esther Fortune
Ms Esther Fortune, Treasurer

Claude Harry Nicolas
Mr Claude-Harry Nicolas Assistant Secretary

Frank Delva Nov 30, 2011
Dr. Frantz Delva
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 DEC -5 PM 2:15