

N17000003751

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000298971880

000298971880
05/31/17--01033--001 **25.00

17 JUN 01 2017
R. WHITE

And

JUN 01 2017

R. WHITE

eff
7/31/17

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: PRO HAITI INC

DOCUMENT NUMBER: N17000003751

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

Please return all correspondence concerning this matter to the following:

Jean M. Pierre

(Name of Contact Person)

Pro Haiti Inc

(Firm/ Company)

550 NE 124 Street

(Address)

Miami, Florida 33161

(City/ State and Zip Code)

jpierr68@fau.edu

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

For further information concerning this matter, please call:

Jean M. Pierre

305

877-6772

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

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

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

PRO HAITI INC

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

N17000003751

(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:

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)

(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

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 type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

see attached sheets please

April 6, 2017

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 May 15, 2017 _____

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)

Jean M. Pierre

(Typed or printed name of person signing)

Executive Director

(Title of person signing)

ARTICLE I

NAME

The name of this organization shall be Pro Haiti Inc.

The seal of the organization shall be flag of the countries of the United States and Haiti as appears below



ARTICLE II

ADDRESS

The principal place of business and mailing address of Pro Haiti Inc. shall be 550 NE 124 Street, Miami, Florida 33161

Article III

GOALS AND OBJECTIVES

1. Help improve student achievement and graduation rates in Haitian districts.
2. Assist Haitian & Haitian-Americans communities with educational tools and opportunities to attain greater economic prosperity.
3. Promote education through advocacy, research, symposiums, exposes
4. Engage nonprofit organizations and donors who value education and economic development to increase their impact in Haitian & Haitian-Americans communities
5. Encourage community leaders to entertain students through their connections

ARTICLE IV

ORGANIZATIONAL STRUCTURE AND COMPOSITION

The Board of Directors shall determine the policy of the organization and has authority to undertake all appropriate actions requiring attention and may exercise all powers specifically conferred or implied herein.

The Board of Directors shall consist of no less than four (3) and no more than twelve (12) members. Within these limits, the board may increase or decrease the number of directors serving on the board, including for the purpose of staggering the terms of directors.

Directors shall be the following officers as designated by the Board: the Executive Director, the Treasurer, and the Secretary.

ARTICLE V

MEMBERSHIP

The name and address of the initial founding members of the board of the organization are:

Jean M. Pierre, Ph.D. Chairman of the Board and Executive Director
550 NE 124 Street Miami Florida 33161

Alan Pierre-Canel, CPA. Member of the Board and Treasurer

12790 W. Dixie Hwy North Miami, FL 33161

Martine N. Pierre, RN, MSN Education. Member of the Board and Secretary
15801 Huntridge Road, Davie, Florida 33331

Any person who is in accord with the philosophy, principles, policies, and objectives of this organization, and agrees to adhere to the same, may become a member of this organization with the consent of the Board of Directors.

ARTICLE VI DUTIES OF BOARD AND OFFICERS

The Board of Directors shall determine the policy of the organization and has authority to undertake all appropriate actions requiring attention and may exercise all powers specifically conferred or implied within this Constitution. The Board of Directors approves the duties of the staff, advises on strategic planning, develop policies, and seek funding support for the development of the organization.

The Executive Director shall run the organization and report to the Board.
The Secretary shall maintain a record of the proceedings of the organization.
The Treasurer shall be the chief financial officer of the organization

The Officers shall carry out other responsibilities as assigned by the Board

ARTICLE VII MEETINGS

Annual National Symposium. There shall be one annual symposium.

Board of Directors.

A. Meetings of the Board of Directors shall be held at least once a year at such time and place as the Board may direct with at least a seven (7) day notice. The Secretary shall be responsible for notifying Board Members of such meetings. The Board of Directors meetings may be by teleconference or videoconference.

B. The Quorum for the Board of Directors meeting shall be a simple majority of its members.

ARTICLE VIII NOMINATIONS AND ELECTIONS

Nominations shall be made by a Nominating Committee. The Election Committee shall provide the establishment of appropriate machinery, provisions, and procedures for conducting elections. To be eligible for any office, an individual must adhere to Article III Goals & Objectives and Article V Membership above. Elections shall be held on a yearly basis. Voting by simple majority rule shall take place.

ARTICLE IX EXPULSION, TERMINATION, OR REMOVAL

Expulsion, Suspension, Removal, Resignation, or Vacancies.

A. Any officer or member may be temporarily expelled/suspended/removed after due process in accordance with the provisions of this Constitution by an affirmative vote of no less than two-thirds (2/3) majority of the Board of Directors at a special meeting held for the purpose.

B. Notice of such intended action, as provided for in this Constitution, shall be given to the Board and the officer/or member concerned in writing by registered mail, at least twenty (20) days prior to the conduct of such a meeting. The officer/member shall be permitted to make presentation verbally or in writing on their own behalf and/or select an advocate and witnesses, but may not vote on the matter being considered. The complainant shall be permitted to make a presentation, but may not vote on the matter being considered.

C. All complaints filed at the inappropriate organizational level shall be forwarded to the appropriate body for consideration and resolution. If either party is dissatisfied with the decision rendered, they may appeal within ten (10) calendar days to the next higher level.

D. Officers may resign at any time they consider it in their interest to do so. It shall be the policy of this organization to request written confirmation of all resignations.

E. The Executive Director, with the concurrence of a simple majority of the Board, may appoint someone to fill any vacant Executive Committee position, until the next general election for that position. The Chair of the Board, with the concurrence of a simple majority of the Board, may appoint someone to fill any vacant Director position until the next general election.

ARTICLE X

LIMITATIONS OF LIABILITY

There shall be no general distribution of monetary or property assets to members or officers of the organization, and all gains realized shall be devoted solely to the implementation of the objectives of the organization. In the event of dissolution of this organization, its property shall be distributed to such tax-exempt, nonprofit organizations as may be selected by its members. The assets of the organization shall in no event be distributed to any of its members or officers.

ARTICLE XI

INCORPORATION

Pro Haiti Inc. is incorporated as a nonprofit, tax-exempt corporation under the appropriate laws of the state of Florida with principal office in Miami Dade County.