

N170000068601

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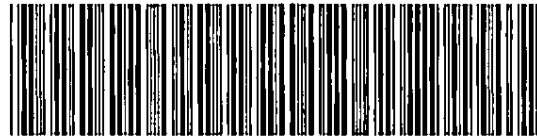
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2018 NOV 20 P 5:10

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*Postdated*

## COVER LETTER

**TO: Amendment Section  
Division of Corporations**

**NAME OF CORPORATION:** Better Haiti Inc.

DOCUMENT NUMBER: N17000008601

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

**Please return all correspondence concerning this matter to the following:**

**Daniel Albert**

(Name of Contact Person)

**Better Haiti Inc.**

(Firm/ Company)

22209 SW 103rd Ave

(Address)

Cutler Bay, FL.

(City/ State and Zip Code)

daniel.albert@yahoo.com

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

**For further information concerning this matter, please call:**

**Daniel Albert**

786

352-3687

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(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:

**☐ \$35 Filing Fee**

☐ \$43.75 Filing Fee & Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$2.50 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 AND RESTATED ARTICLES OF INCORPORATION**

**OF**

**BETTER HAITI, INC.  
(A Florida Not for Profit Corporation)**

**FILED**

**2019 NOV 20 P 5:10**

**ALAN...**

Pursuant to the applicable provisions of Florida Statue, including sections 617.1002, 617.1006 and 617.1007, the undersigned Florida nonprofit corporation, BETTER HAITI, Inc. (hereinafter the "Corporation"), desiring to amend and restate its Articles of Incorporation, hereby certifies:

**WHEREAS**, the original Articles of Incorporation of the Corporation were filed with the Secretary of State of Florida on August 21, 2017, Document No. N17000008601; and

**WHEREAS**, these Amended and Restated Articles of Incorporation, which supersede the original Articles of Incorporation, and any and all amendments to them, were adopted by all of the Directors of the Corporation at a meeting with a quorum present this was held on July 12, 2018. To effect the foregoing, the Corporation's Articles of Incorporation is hereby amended and restated in its entirety as set forth below:

**Article I  
CORPORATION NAME**

The name of this Corporation shall be: BETTER HAITI, INC.

**Article II  
PRINCIPLE PLACE OF BUSINESS**

The principal place of business is:  
22209 SW 103<sup>rd</sup> Ave  
Miami, Florida 33128

**Article III  
MAILING ADDRESS**

The mailing address of the Corporation is:  
22209 SW 103<sup>rd</sup> Ave  
Miami, Florida 33128

**Article IV**  
**REGISTERED AGENT**

The name and the address of the registered agent is

Daniel Albert  
Better Haiti, Inc.  
22209 SW 103rd Ave  
Miami, Florida 33128

**Article V**  
**DURATION AND MEMBERSHIP**

The Corporation shall have perpetual existence. The qualification for members, if any, and the manner of their admission shall be regulated by the Corporation's bylaws.

**Article VI**  
**BOARD OF DIRECTORS**

The method of selection of the Board of Directors and number of Directors shall be stated in the Corporation's bylaws.

**Article VII**  
**INCORPORATOR**

The name and the address of the original incorporator is

Daniel Albert  
Better Haiti, Inc.  
22209 SW 103rd Ave  
Miami, Florida 33128

**Article VIII**  
**CORPORATE PURPOSES**

1. The purposes for which this Corporation is formed are exclusively charitable, religious and educational purposes. These purposes consist of the following:
2. This Corporation is formed exclusively for charitable, religious, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.
3. To provide services, programs, and projects that strengthens International Churches of Christ in Haiti and improves the quality of life of its members in Haiti.
4. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, religious, and educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

5. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.
6. All of the foregoing purposes shall be exercised exclusively in a charitable, religious, and educational manner, such that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

#### Article X 501(c)(3) LIMITATIONS

1. CORPORATE PURPOSES: Notwithstanding any other provision of these articles, this Corporation shall not conduct any activities that are not permitted to be conducted by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.
2. EXCLUSIVITY: The Corporation is organized exclusively for charitable, religious, and educational purposes.
3. NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits, or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable, religious and educational purposes. The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable, religious and educational purposes, no part of which shall inure to the benefit of any individual.
4. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
5. DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue law, to be used exclusively for charitable, religious and educational purposes, or shall be distributed to the federal government, or to a state or local government, for

a public purpose. Any such assets not so disposed of shall be disposed of by a 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. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

#### **Article X INDEMNIFICATION**

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors, or administrators.) in connection with the defense or settlement of such action, suit, or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.


#### **Article XII DEBT OBLIGATIONS AND PERSONAL LIABILITY**

No Officer or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the Officers or Directors be subject to the payment of the debts or obligations of this Corporation.

#### **Article XIV AMENDMENT**

These Articles of Incorporation may be amended in accordance with, and as provided for in, the Corporation's bylaws.

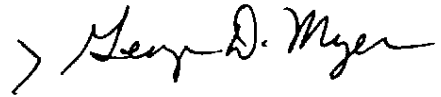
EXECUTION

  
Signature

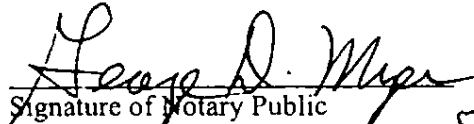
Name: Myrtho Joseph

Title: President

STATE of ~~FLORIDA~~ LOUISIANA  
COUNTY of ~~MIAMI-DADE~~ EAST BATON ROUGE



The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of Nov-2018 by Myrtho Joseph as President of BETTER HAITI, INC., a Florida non-profit corporation ( ☒ ) who is personally known to me, or ( ☒ ) who has produced his Driver's License as identification.



Signature of Notary Public

Notary Stamp/Seal

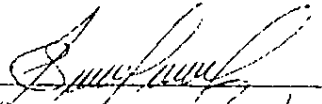
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George D. Myer

Execution Page Amended and Restated Articles of Incorporation of BETTER HAITI, INC.

### ADOPTION

These Amended & Restated Articles of Incorporation, are hereby adopted by the Board of Directors of Better Haiti, Inc. on this \_\_\_\_ day of June, 2018.

  
Signature \_\_\_\_\_  
Name: EMMANUEL K. SEVERE  
Title: Secretary

I have executed these Amended and Restated Articles of Incorporation of BETTER HAITI, INC. on this \_\_\_\_ day of \_\_\_\_\_ 2018.

Adoption Page Amended and Restated Articles of Incorporation of BETTER HAITI, INC.