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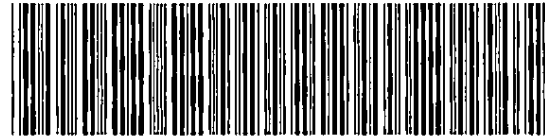
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DATE 9/5/17  
**\*\*WALK IN\*\***

ENTITY NAME ADF Haiti, Inc.

DOCUMENT NUMBER James Gilmer

**\*\*PLEASE FILE THE ATTACHED AND RETURN\*\***

- Plain Copy
- Certified Copy
- Certificate of Status

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**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY\*\***

- Certified Copy of Arts & Amendments
- Certificate of Good Standing

**\*\*APOSTILLE / NOTARIAL CERTIFICATION\*\***

COUNTRY OF DESTINATION \_\_\_\_\_  
NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL \$ OWED 70.00  
CHECK # 4021

*Please call Tina at the above number for any issues or concerns. Thank you so much!*

# ADF HAITI, INC.

## ARTICLES OF INCORPORATION – NON-PROFIT (FLORIDA)

### ARTICLE I

#### NAME

##### 1.01 Name

The legal name of this corporation shall be **ADF Haiti, Inc.**

### ARTICLE II

#### DURATION

##### 2.01 Duration

The period of duration of the corporation shall be perpetual.

### ARTICLE III

#### PURPOSE

##### 3.01 Purpose

ADF Haiti, Inc. is a non-profit corporation 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.

Our mission is to reinforce the capacity of local NGOs and coordinate and guide development in the greater Fond-des-Blancs area of Haiti. We help other nonprofit organizations to do their jobs better by providing the types of logistical and reconnaissance support that are missing to many humanitarian aid and disaster relief projects underway in Haiti.

To maximize our effectiveness, we may seek to collaborate with other non-profit organizations which qualify as non-profit corporations under section 501(c) (3).

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## ARTICLE IV

### NON-PROFIT NATURE / BENEFITS

#### 4.01 Non-profit Nature

ADF Haiti, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable, religious, educational or scientific purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to, any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

#### 4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of ADF Haiti, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### 4.03 Dissolution

Upon the 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 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 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.

#### 4.03 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

#### 4.04 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

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#### 4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax as an organization described by 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 Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### ARTICLE V

#### BOARD OF DIRECTORS

##### 5.01 Governance

ADF Haiti, Inc. shall be governed by its board of directors.

##### 5.02 Initial Directors

The initial directors of the corporation shall be:

Josiah Thomas, Executive Director

Dr. Inobert Pierre, President

Michelet Mascary, Vice President

Jean Lemec Thomas, Secretary

Marie-Helene Amonard, Treasurer

Frekel Georges, Board Member

##### 5.03. Selection of Board Members

**Initial board members were selected by the incorporator.**

ADF Haiti, Inc. Directors may be elected at any Board meeting by the majority vote of the existing Board of Directors.

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**ARTICLE VI**

**MEMBERSHIP**

6.01 Membership

ADF Haiti, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

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**ARTICLE VII**

**AMENDMENTS**

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

**ARTICLE VIII**

**ADDRESSES OF THE CORPORATION**

8.01 Corporate Address

The physical address of the corporation is: 3170 Airmans Drive Unit 2085, Fort Pierce, Florida 34946

The mailing address of the corporation is: 3030 N. Rocky Point Dr., STE 150A, Tampa, FL 33607

**ARTICLE IX**

**APPOINTMENT OF REGISTERED AGENT**

9.01 Registered Agent

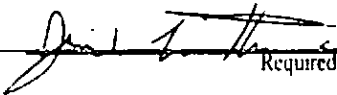
The registered agent of the corporation shall be: Registered Agents, Inc., 3030 N. Rocky Point Dr., STE 150A, Tampa, FL 33607

ARTICLE X

INCORPORATOR

The incorporator of the corporation is: Josiah Thomas, 4900 NW 52nd St, Tamarac, Florida 33319


*I submit this document and affirm that the facts stated herein are true. I am aware that any 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.*

  
\_\_\_\_\_  
Required Signature of Incorporator

09/02/2017  
Date

**Acknowledgment of Consent to Appointment as Registered Agent**

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

  
\_\_\_\_\_  
Bill Havre/Assistant Secretary  
Required Signature of Registered Agent

September 2, 2017  
Date

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