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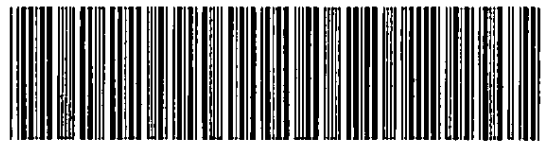
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U.S. DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: ASSOCIATION OF FORMER STUDENTS OF CGS, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: ELITENE STINFIL

Name (Printed or typed)

1375 NW 67th AVE

Address

MARGATE, FL 33063

City, State & Zip

(954) 594-3619

Daytime Telephone number

AFOSCGS@GMAIL.COM

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

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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

**ASSOCIATION OF FORMER STUDENTS OF CGS, INC.
(A NON FOR PROFIT CORPORATION)**

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The undersigned does hereby make, subscribe and acknowledge that they have voluntarily associated themselves together for the purpose of forming a not for profit corporation, and do here by certify the following as the Articles of Incorporation of such corporation.

**ARTICLE 1
NAME OF THE CORPORATION**

The name of the Corporation shall be **ASSOCIATION OF FORMER STUDENTS OF CGS, INC.**

**ARTICLE 2
REGISTERED OFFICE**

The ASSOCIATION OF FORMER STUDENTS OF CGS, INC. shall have its registered Office and administration located at 1375 NW 67th AVE. MARGATE, FL 33063. It can be transferred to other city in the State of Florida by a decision of the Annual General Meeting.

**ARTICLE 3
AREA OF ACTION**

The area of action of ASSOCIATION OF FORMER STUDENTS OF CGS shall be in the United States and Haiti. CGS stands for College Georges Sylvain.

**ARTICLE 4
DURATION**

ASSOCIATION OF FORMER STUDENTS OF CGS, INC. shall HAVE A PERPETUAL EXISTENCE.

**ARTICLE 5
INITIAL PRINCIPAL OFFICE, MAILING ADDRESS**

The street and mailing address of ASSOCIATION OF FORMER STUDENTS OF CGS, INC. office is 1375 NW 67th AVE. MARGATE, FL 33063.

**ARTICLE 6
PURPOSES**

ASSOCIATION OF FORMER STUDENTS OF CGS, INC. is organized and operated exclusively for charitable and education purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. More particularly, to conduct programs and activities, sponsor research, sponsor promotions, provide school supplies to underprivileged youths. Notwithstanding any other provision of these Articles, ASSOCIATION OF FORMER STUDENTS OF CGS, INC. shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of said Code, or the corresponding provisions of any future statute of the United States. No substantial part of the activities of ASSOCIATION OF FORMER STUDENTS OF CGS, INC. shall consist of carrying on propaganda or otherwise attempting to influence legislation; nor shall the corporation participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office. ASSOCIATION OF FORMER STUDENTS OF CGS, INC. is a nonprofit public benefit corporation and is not organized for the

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private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable and education purposes. ASSOCIATION OF FORMER STUDENTS OF CGS, INC. is organized and operated exclusively for any lawful purpose to retain nonprofit status as set forth in the most current Internal Revenue Code, and to act and operate exclusively as a not for profit Corporation pursuant to the laws of the State of Florida, its municipalities, county governments, and the United States. The Corporation shall be able to assist and help the community which it serves to achieve other charitable actions such as assisting members of the community who are not financially stable to achieve goals that may render their lives a little better.

The objectives for which ASSOCIATION OF FORMER STUDENTS OF CGS, INC. is established are to

- (a) To serve as a bridge for student and youth development within the country and Haiti who live in poverty and cannot afford education fees, provide for underprivileged student seeking to further their knowledge and to influence others to care over decisions affecting their lives and participating and or involving directly in establishing Youth Skills Development Centers in various areas of learning.
- (b) Coordinate development efforts for the purpose of poverty alleviation to the residents of Port-de-Paix and its constituents through education, agriculture and other efforts pursuant to the purposes of ASSOCIATION OF FORMER STUDENTS OF CGS, INC. in regard to College Georges Sylvain.
- (c) Coordinate resource mobilization efforts for spear heading development efforts of College Georges Sylvain in Port-de-Paix, HAITI.
- (d) To work together with government and non-Government organization in protecting the environment, by planting trees, and providing Garbage disposals for the school and neighborhoods.
- (e) To raise fund both in terms of monies and materials with the intention of supporting Education and environmental Conservation Campaign in Port-de-Paix.
- (f) Dealing with life skills management by providing adolescences education, social psychology services, training in men and women life skills, social and work equality; provide knowledge which link poor people to life skills and enable them to map their life across different goals while creating an enabling environment for sustainable livelihood.
- (g) To organize and sponsor conferences, seminars, workshops, meetings and such other forum with a view to promote social and educational understanding about the link between poverty eradication to civil society development and sustainable livelihood.
- (h) To enhance youth's capacity to use and explore their talents through Youth development Centers, training and work camps in order to have a society where the youth can play a greater role in their neighborhood's development.
- (i) To create voluntary programs that support marginalized groups like children orphans, youths, elderly people and women.
- (j) To establish liaison and /or co-operate with preschools, primary schools, secondary schools, colleges, Universities and vocational training schools in Port-de-Paix for the Purposes of propagating knowledge to the marginalized groups in the society.
- (k) Spear head the war against Literacy program in the surrounding area of Port-de-Paix and beyond its geographical scope.

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- (l) To build the Centre for Excellence by providing underprivileged young people the accommodation and a pathway to success through education.
 - (m) To educate and offer free computer literacy services to students in College Georges Sylvain.
 - (n) To encourage Volunteers to visit Haiti for Exchange program and or including create friendly environment to outsiders schools, colleges and universities with the goal of sharing knowledge and skills; and medical professionals with objectives of assuring good health education to the community and boost professionalism of the students.
 - (o) To initiate and facilitate development and management technical training and mentoring programs at rural community, urban district and national level to promote good business management and broad based ownership of poverty reduction strategies in Port-de-Paix.
 - (p) To establish and manage community development educational and recreational Centre for post-primary school students who do not have an access to formal secondary school education.
 - (q) To establish and promote training programs including but not limited only in Tailoring in rural and urban areas for pro-poor planning and budgeting to enhance economic empowerment of the under privileged segment of the population.
 - (r) To organize workshops, seminars, conferences, symposia, breakfast talks, training and field works with special objective of enhancing economic and social development of the post-primary school students who do not have access to and advantage of continuing with secondary school level of education.
 - (s) To conduct consultancy work and advisory services in a wide range of areas that include health, food security and livelihoods, education, business administration and management, agriculture, livestock, agro-veterinary, commerce, industry, information, communication, transport, construction, banking and conducting operational research in those fields so as to publish journals, papers, periodicals, reports and publications which the organization deems necessary for the purpose of its vision.
 - (t) To set up capacity building and mentoring services for rendering to production and marketing groups of farmers and other interested clients technical, management, advisory services, extension services, production and marketing of agricultural produce, budgeting, purchasing, costing, taxation, accountancy and audit.
 - (u) To team up and link up with several National Non-Governmental Organizations, International Organizations and donor agency for collaboration in joint execution of capacity building services, institutions support and organizational development services in furtherance of the objectives of ASSOCIATION OF FORMER STUDENTS OF CGS, INC.
 - (v) To establish branches and agencies in different parts of Haiti and elsewhere for the purpose of carrying on any or all of the objectives of ASSOCIATION OF FORMER STUDENTS OF CGS, INC.
 - (w) To receive donations, gifts, grants and other monies for the implementation of the objectives of ASSOCIATION OF FORMER STUDENTS OF CGS, INC.
 - (x) To do any other thing that in the opinion of the founders conducive to the furtherance of the objectives herein stated.
 - (y) To establish innovative and creative agricultural and livestock demonstration plots/ farms for income generation activities and act as a promoter and marketing agency for the supply of farm inputs and livestock products in Port-de-Paix.
 - (z) To provide training and mentoring to production and marketing groups of farmers in collecting, storage, processing and distribution of agricultural and livestock produce.

grinding maize into flour and extracting juice from fruits and vegetables and establishing Bakery industry to initiate the underprivileged citizen into the pathway of success.

- (aa) To provide institutional support and organizational development services through establishing and running library, resource center, printing work, secretarial and photocopying services to enable students to have access to literature, reading, teaching and learning materials and stationary through hire, purchase system and borrowing arrangements.
- (bb) Generally to do all such other things as may appear to be conducive to the attainment of the above objectives of ASSOCIATION OF FORMER STUDENTS OF CGS, INC.

ARTICLE 7 MEMBERSHIP

ASSOCIATION OF FORMER STUDENTS OF CGS, INC. has three types of members

7.1 Founding members

These individuals created the Group.

7.2 Members

The membership is constituted of any College Georges Sylvain student that considers joining ASSOCIATION OF FORMER STUDENTS OF CGS, INC.

7.3 Membership by Application

These are individuals who become members through application as per Article 8 herein.

ARTICLE 8 APPLICATION FOR MEMBERSHIP

- 8.1.1 CGS Student who met to launch ASSOCIATION OF FORMER STUDENTS OF CGS, INC. and agree to abide by its principles shall become members without requirement to apply for Membership.
- 8.2 Every applicant for membership shall be made to the Executive Secretary giving the necessary information of the candidate by a member of ASSOCIATION OF FORMER STUDENTS OF CGS, INC.
- 8.3 The Executive Committee shall decide whether any particular individual should be admitted to membership and the criteria to be applied in making such decision.
- 8.4 Subject to the approval of the General Assembly, The Executive Committee may prescribe fees by a new member and/or Annual membership fees.

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ARTICLE 9
RIGHT AND OBLIGATION OF MEMBERS

The members of ASSOCIATION OF FORMER STUDENTS OF CGS. INC., shall in accordance with its by-laws and resolution of the General Assembly, have the following rights and obligation.

- 9.1 The members shall have the right to participate in the General meetings of ASSOCIATION OF FORMER STUDENTS OF CGS. INC.
- 9.2 The members shall have the right to vote in the General meetings of ASSOCIATION OF FORMER STUDENTS OF CGS. INC.
- 9.3 To request and obtain information in connection with the activities of ASSOCIATION OF FORMER STUDENTS OF CGS. INC.
- 9.4 To receive documents and other information that may be distributed by ASSOCIATION OF FORMER STUDENTS OF CGS. INC. provided that he or she pays such fees that may be fixed for such publications.
- 9.5 To have access to such facilities as shall have been acquired by ASSOCIATION OF FORMER STUDENTS OF CGS. INC.
- 9.6 To promptly settle their financial obligation, if any to ASSOCIATION OF FORMER STUDENTS OF CGS. INC.
- 9.7 To participate to in the committee of ASSOCIATION OF FORMER STUDENTS OF CGS. INC. and related tasks and undertakes any assignment that may be required by ASSOCIATION OF FORMER STUDENTS OF CGS. INC. in furtherance of and or in fulfillment of its aims and objectives.
- 9.8 To contest for leadership position in ASSOCIATION OF FORMER STUDENTS OF CGS. INC.

ARTICLE 10
TERMINATION OF MEMBERSHIP

- 10.1 A member shall cease to be a member if
 - (a) He/she resigns by giving a notice in writing to the chairperson.
 - (b) His/her subscriptions are in delinquency for twelve consecutive months.
 - (c) He/she becomes of unsound mind.
 - (d) He/she dies.
 - (e) If he/she is convicted of an offence leading to imprisonment for not less than six months.
 - (f) If he/she commits across misconduct, provided that such members shall be given a months' notice in writing of such misconduct within which he/she should show causes as to why his/her membership should not be terminated. The Executive Committee shall then submit its recommendation there on to the General Assembly for final decision.
- 10.2: A member who loses his or her membership shall not be refunded membership entry fees and any other subscription whatsoever.

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ARTICLE 11
READMISSION TO MEMBERSHIP

- 11.1: The Executive Committee may upon application readmit a member who ceases to be a member if satisfied that he or she has reformed or remedied the circumstances which made him or her to lose membership.
- 11.2: Subject to approval of the General Assembly, the Executive Committee may fix such fees or contribution a member who readmitted should pay to ASSOCIATION OF FORMER STUDENTS OF CGS, INC.

ARTICLE 12
FINANCES

- 12.1: ASSOCIATION OF FORMER STUDENTS OF CGS, INC. shall derive its income from
- (a) Membership fees and annual subscriptions.
 - (b) Donation or gifts.
 - (c) Income from economics activities carried out by ASSOCIATION OF FORMER STUDENTS OF CGS, INC. in regards to its nonprofit status.
 - (d) Loans from individuals or financial institutions.
 - (e) Any other lawful source.
- 12.2: All monies of ASSOCIATION OF FORMER STUDENTS OF CGS, INC. shall be deposited in a bank subject to withdrawal by person nominated by the Executive Committee.
- 12.3: ASSOCIATION OF FORMER STUDENTS OF CGS, INC. shall maintain books of accounts in which all properties of ASSOCIATION OF FORMER STUDENTS OF CGS, INC. will be recorded.
- 12.4: The books of the accounts of ASSOCIATION OF FORMER STUDENTS OF CGS, INC. will be audited annually by an auditor to be appointed by the Executive Committee.
- 12.5: The finance year of ASSOCIATION OF FORMER STUDENTS OF CGS shall be September 30th of the calendar year.

ARTICLE 13
ORGANS

The organ of ASSOCIATION OF FORMER STUDENTS OF CGS, INC. shall be the General Assembly and Executive Committee.

THE GENERAL ASSEMBLY

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- 13.1: The General Assembly shall comprise all members of ASSOCIATION OF FORMER STUDENTS OF CGS, INC. and shall be the supreme Organ of ASSOCIATION OF FORMER STUDENTS OF CGS, INC.
- 13.2 The General Assembly shall hold the following meetings
- (a) An ordinary meeting every calendar year with notice of 14 days.
 - (b) An extra ordinary meeting upon receiving a petition signed by one fifth of the member demanding such meeting.
- 13.3: The agenda for every ordinary meeting of the General Assembly shall include.
- (a) A report of the Executive Committee for the previous period.
 - (b) Confirmation of the minutes of the last Annually General meeting and any extra ordinary General meeting held during the previous period.
 - (c) A report and balance sheet of the previous financial year.
 - (d) Presentation of the budget of the current financial year.
 - (e) Election of office bearers if needed.
 - (f) Any other business.
- 13.4 Resolutions of the General Assembly shall be by simple majority of the members present and the chairperson shall have casting vote in case of a tie.
- 13.5 Fifty percent of the member shall constitute a quorum at any meeting of the General Assembly.

THE EXECUTIVE COMMITTEE

- 13.6: Until otherwise determined by ASSOCIATION OF FORMER STUDENTS OF CGS, INC. in the general meeting the Executive Committee shall consist of eleven members namely:
The Chairperson, Vice Chairperson, General Secretary, Deputy Secretary, the Treasurer, Deputy Treasurer, Public Relations Officer, and any other four members.
- 13.7: The Executive Committee shall be responsible for directing all activities of ASSOCIATION OF FORMER STUDENTS OF CGS, INC. and performing any other function which the General Assembly may delegate to it.
- 13.8: The Executive Committee shall meet four times to deliberate on matters falling within their competence.

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ARTICLE 14: INITIAL OFFICERS AND DIRECTORS

The names and Street addresses of the officers and directors who are to manage ASSOCIATION OF FORMER STUDENTS OF CGS, INC., until the election of the Executive Committee are:

Title: PT

1. Elitene Stinfil. 1375 NW 67th AVE. MARGATE, FL 33063

Title: VPRA

2. Irosnet Gervelus. 1375 NW 67th AVE. MARGATE, FL 33063.

Title: S

3. Augusta Oscar. 1375 NW 67th AVE. MARGATE, FL 33063.

Title: VS

4. Beatrice Villard. 1375 NW 67th AVE. MARGATE, FL 33063.

Title: D

5. Wisly Lorfils. 1375 NW 67th AVE. MARGATE, FL 33063.

Title: D

6. Gregory Louis. 1375 NW 67th AVE. MARGATE, FL 33063.

Title: D

7. Celidieu Methelus. 1375 NW 67th AVE. MARGATE, FL 33063.

Title: D

8. Jacques Saint Louis. 1375 NW 67th AVE. MARGATE, FL 33063.

Title: D

9. Amisco Francois. 1375 NW 67th AVE. MARGATE, FL 33063.

Title: D

10. Jacques Metayer. 1375 NW 67th AVE. MARGATE, FL 33063.

Title: D.

11. Eliode Joseph. 1375 NW 67th AVE. MARGATE, FL 33063.

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ARTICLE 15 REGISTERED AGENT AND HIS MAILING ADDRESS

The initial undersigned incorporators hereby designed that the registered office of ASSOCIATION OF FORMER STUDENTS OF CGS, INC. shall be located at: 1375 NW 67th AVE. MARGATE, FL 33063. And hereby designate Irosnet Gervelus as its Registered Agent. 1375 NW 67th AVE. MARGATE, FL 33063. The registered Agent is familiar with and accepts the duties and responsibilities as the Registered Agent.

ARTICLE 16 DISSOLUTION

ASSOCIATION OF FORMER STUDENTS OF CGS, INC. may be dissolved by a resolution passed to that effect by two third vote of all member at an extraordinary general meeting called specifically for that purpose. Where the resolution is passed the general meeting shall appoint a

person or person to be liquidator (s) who shall liquidate the same in accordance with the laws in force in the State of Florida. The distribution of the assets of ASSOCIATION OF FORMER STUDENTS OF CGS, INC. shall be in priority that, in the event there is any existing liability to ASSOCIATION OF FORMER STUDENTS OF CGS, INC. shall be first settled and the rest thereof shall be distributed to College Georges Sylvain in Port-de-Paix.

**ARTICLE 17
AMENDMENT**

The General Assembly may by a two third majority amend the provisions of ASSOCIATION OF FORMER STUDENTS OF CGS, INC.

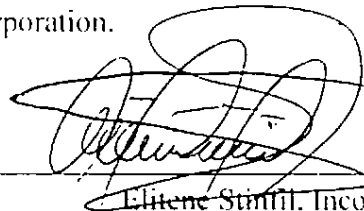
**ARTICLE 18
MISCELLANEOUS**

- 16.1 Unless specifically provided, any officer holding office under this Corporation shall hold that office for two years but subject to being re-elected at the expiry of the term.
- 16.2 If anything which is needed to be carried out the by ASSOCIATION OF FORMER STUDENTS OF CGS, INC. there is no provision covering it in the by-laws, the General Assembly may provide how such thing should be carried out PROVIDED that immediately the General Assembly shall amend the by-laws accordingly to cover such events.
- 16.3 The Executive Committee may subject to approval of the General Assembly establish such committees, offices, directorates as it deems fit for the proper management of the Group.

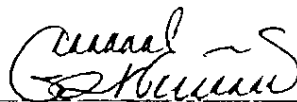
**ARTICLE 19
DECLARATION**

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporations on this day of April 2022

We are the persons whose names are subscribed below. We successively are incorporator and Registered Agent, of ASSOCIATION OF FORMER STUDENTS OF CGS, INC.; we have executed these Articles of Incorporation.



Eliene Simil, Incorporator



Irosnet Gervelus, Registered Agent

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IN AND FOR THE COUNTY OF PALM BEACH
FLORIDA