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SECRETARY OF STATE
TALLAHASSEE, FL

**Articles of Incorporation of
Taino Atlantic University Inc.
A Florida Not-for-Profit University**

The undersigned, acting as incorporator of this organization pursuant to chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation for **Taino Atlantic University, Inc.**, a Florida Not-For-Profit University.

Article I: Name

The name of the organization is **Taino Atlantic University, Inc. (TAU)**, which is a non-stock and not-for-profit organization formed under the laws of the State of Florida.

Article II: Duration and Fiscal Year

Taino Atlantic University Inc. is to exist perpetually until dissolved by due process of law. The fiscal year is from October 1 through September 30 of every year.

Article III: Purpose and Objective

Pursuant to Section 501 (C)(3) and 170 (C) (2) of the United States Internal Revenue Tax Exemption Code of 1954 and 1986 and corresponding sections of any future laws or to federal, state, and local government **Taino Atlantic University, Inc.** is organized solely for charitable, educational, literary and scientific purposes.

Taino Atlantic University, Inc. aims to provide quality higher learning education at reasonable costs to students and interested persons in branches of learning with authority to confer appropriate university degrees in areas of interest. The general purpose of this nonprofit university is to educate and equip students with the necessary skills to handle the different situations in the work environment. Another purpose of Taino Atlantic University is to give students the essential competencies to think critically and communicate effectively and provide them with the ability to advance their educational knowledge while developing professional and cognitive skills in their multicultural communities.

Article IV: Location of Principal Office

The initial office of **Taino Atlantic University Inc.** shall be in the care of its founder, Jean Marie Jean Philippe, whose street address is 7660 Ramona Street, Miramar, FL 33023.

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FLORIDA

Article V: Board of Trustees

The business affairs of Taino Atlantic University Inc. shall be under the governing body of its board of Trustees, which shall be elected, removed, or appointed according to the manner outlined in the bylaws of this nonprofit university, Inc. The number, term of office, and selection method of the board of trustees shall be outlined in the bylaws of Taino Atlantic University, inc. Notwithstanding any other provision of these Articles of Incorporation, the current board of trustees shall consist of:

Jean-Marie Jean Philippe, Founder&President
7660 Ramona Street
Miramar, FL 33023

Dr. Marc E. LaFalaise, Vice-President
1504 Barton Road
Lake Worth, FL 33460

Dr. Marie Evelyne LaFalaise, Secretary
414 Capri I
Delray Beach, FL 33484

Lanette Jones, Treasurer
500 NW 183 Street
Miami Gardens, FL 33169

Eugene R. Wallace, Trustee
1040 NW 122 Street
North Miami, FL 33168

Meredith O. Salzano, Trustee
13101 Memorial Hwy, Apt. 217
North Miami, FL 33161

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MIAMI BEACH, FL

Article VI: Corporate Powers

Taino Atlantic University Inc. shall possess and may exercise all of the powers and privileges conferred on a not-for-profit corporation organized under the laws of the State of Florida. Together with all powers necessary or convenient to the conduct, promotion, or attainment of the activities or purposes of the university, limited only by the restrictions set forth in these Articles of Incorporation or by the bylaws of the organization, **Taino Atlantic University** shall have the power to:

- Elect or appoint officers to the board of trustees to allow the number to be no less than five (5) and no more than seven (7);
- Educate, promote research, and advance students knowledge in areas of business, science, psychology, and divinity to be used for the benefit of the general public to the extent permitted by local and national laws;
- Contract or employ outside agencies or individuals to effectuate its goals;
- Contract or hire an administrator for the daily running of the affairs of the university and provide themwith adequate and competitive salary as such position will require;
- Lease, sell, purchase, receive by gift or donation real property;
- Acquire, own, hold, and improve real and personal property to effectuate its purposes;

- Have offices in the United States to carry out its daily operations and exercise the powers within the realm of Florida laws and other states;
- Set up grants and scholarships, and make or receive donations for the public welfare or for religious, charitable, scientific, literary, educational, or other similar purposes;
- Acquire, own, control, and improve real and personal property to effectuate its purposes;
- Solicit, accept, raise, and receive grants, gifts, bequests, or money and property from local, state, and national government, business entities, and individuals to hold and dispose of these gifts in accordance with the donors' instructions;
- Protect Taino Atlantic University Inc. of internal and external threat;
- Change, amend, alter, or repeal the bylaws as it deems necessary by the founding member and two-third (2/3) majority vote of the board of trustees; and
- Adopt and use a common corporate seal and alter the same, provided, however, that such seal shall always contain the words "Taino Atlantic University, a nonprofit university."

Articles VII: Degree Granting Authority

Taino Atlantic University Inc. shall have the power to confer in the courses and honorary degrees outlined in its bylaws in the following categories: Associate, Bachelor, Master, Doctoral, and Professional Degrees, including certificates in the arts and applied sciences and such other degrees as may be approved by the State of Florida and the United States Department of Education. The admission process to any of the stated degrees shall be outlined in the bylaws of **Taino Atlantic University, Inc.**

Articles VIII: Registered Agent

According to the provisions of Section 607.325, Florida Statutes, the undersigned organization, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and office in the State of Florida to be Jean-Marie Jean Philippe, whose address is 7660 Ramona Street, Miramar, FL 33023.

2023 OCT 16 11:19 AM
 SECRETARY OF STATE
 6059

Article IX: Amendments

The Articles of Incorporation of **Taino Atlantic University, Inc.** may only be amended by the founding members and a two-third (2/3) majority vote of the board of trustees in the manner set forth in the bylaws to include or add any changes which the Board of Trustees may deem necessary. This process may be effectuated at a regular or a special meeting of the Board of Trustees, provided the proposed changes are made available ten (10) business days (excluding holidays) in advance outlining the article to be amended or changed.

Article X: Bylaws

The bylaws of **Taino Atlantic University, Inc.**, consistent with the laws of the State of Florida, shall be adopted by the board of trustees for the administration of the university and may be amended or altered by the founding member and two-third (2/3) majority vote of the voting members of the board of trustees present at any regular or called explicitly for meeting for that purpose. The proposed action shall be made available at least ten (10) business days (excluding holidays) prior to the scheduled meeting of the board of trustees.

Article XI: Prohibited Activities

Notwithstanding any other provision of these articles of incorporation, **Taino Atlantic University, Inc.** shall not carry out any activities not permitted by

(a) a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1944 and 1986 or the corresponding provision of any future United States Internal Revenue Law or;

(b) a corporation, contribution to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 and 1986 or any other corresponding provision of any future United States Internal Revenue Law; or

(c) engage in any act of "self-dealing" as defined in Section 26, USCA 4941 (d), which would give rise to any liability for the tax imposed in this section;

(d) make any "taxable expenditures" as defined in Section 26, USCA 4941 (d), which would give rise to any liability for the tax imposed in this section; and

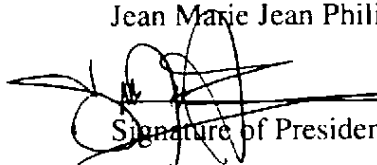
(e) engage, or attempt to influence support candidates for public office in political campaigns or any local, state, or national legislation.

Article XII: Dissolution and Dedication of Assets

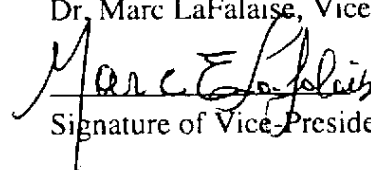
In the event that **Taino Atlantic University, Inc.** shall dissolve or otherwise terminate its corporate existence, subject to the provisions of chapters 607-617 of the Florida Statutes, the university shall distribute all its existing assets to one or more universities or organizations which themselves are also exempt organizations as described in section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 and 1986 or any prior or future law, to the Federal Government or to a state or local government organized for exclusive public purposes.

Pursuant to the laws of the State of Florida, these revised articles of incorporation for **Taino Atlantic University, Inc.**, a Florida nonprofit organization, were adopted on this date:

Jean Marie Jean Philippe, President

 / 10-12-2023
Signature of President / Date

Dr. Marc LaFalaise, Vice-President

 10-12-2023
Signature of Vice-President / Date

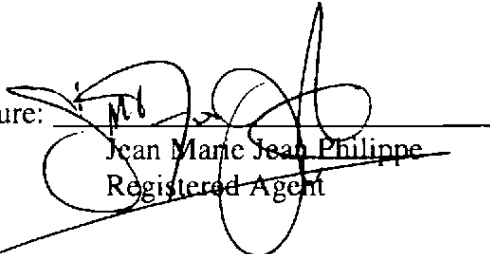
CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.34 and 607.0501, Florida Statutes, the following is submitted in compliance with, the corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and office in the State of Florida.

1. The name of the corporation is: **Taino Atlantic University, Inc. (TAU).**
2. The name and address of the registered agent and office in the State of Florida is:
Jean Marie Jean Philippe, 7660 Ramona Street, Miramar, FL33023.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: _____


Jean Marie Jean Philippe
Registered Agent

Date: 10-12-2023

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2023 OCT 16 PM 9:59
CLERK OF STATE
MIRAMAR, FL

N230000/2857

Miami, October 12, 2023

To: Department of corporation of sunbia.com

Re: Ownership of the registered name.

To whom it may concern;

My name is Jean-Marie Jean Philippe, lawful owner of the fictitious name: TAINO ATLANTIC UNIVERSITY (G2300004481). On July 18 2023, I have registered TAINO ATLANTIC UNIVERSITY Inc. (file #23000053115) as a Private Corporation with Sunbiz. However, on today's date, I have dissolved Taino Atlantic Corporation which was a for profit organization to register it as a NOT FOR PROFIT CORPORATION as I have also changed the bylaws.

As the lawful owner of that fictitious name, I am authorizing Sunbiz to register Taino Atlantic University Inc. as a NOT FOR PROFIT corporation. The new articles of incorporation have been uploaded to the website.

Respectfully,


Jean-Marie Jean Philippe

7660 Ramona St.
Miramar, FL 33023

Subscribed and sworn before me
as of today, October 11, 2023 by
Jean-Marie JEAN PHILIPPE, who has
Produced a FL DL as identification

