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OFFICE USE ONLY (Deciment &

COLETTE HALL 8105 Lake Pointe Drive, 51dg. 13 Plantation, Florida 33322

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Examiner's Initials

Other

CR2E031(9/92)



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 2, 1995

COLLETE HALL 8105 LAKE POINT DR BLDG 13 PLANTATION, FL 33322

SUBJECT: UNITED FRIENDS OF HAITI, INC. Ref. Number: W95000011392

We have received your document for UNITED FRIENDS OF HAITI, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

AMANDA HERRING Document Specialist

Letter Number: 395A00027575



## FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 13, 1995

COLLETE HALL 8105 LAKE POINT DR BLDG 13 PLANTATION, FL 33322

SUBJECT: UNITED FRIENDS OF HAITI, INC.

Ref. Number: W95000011392

We have received your document for UNITED FRIENDS OF HAITI, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie Corporate Specialist Supervisor

Letter Number: 495A00028911

FILED

## ARTICLES OF INCORPORATION

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OF

SECRETAL FOR STATE TALLAHASSEE, FLORIDA

# UNITED FRIENDS OF HAITI, INC. A Florida "Not for Profit" Corporation

The undersigned, acting as incorporator of a corporation under the Florida Statues, adopts the following Articles of Incorporation:

#### Article I

The name of the corporation is UNITED FRIENDS OF HAITI INC. The principal office of the corporation is located at 8105 Lake Point Drive, Bldg #13, Plantation, Florida 33322 and the address of the corporation is 8105 Lake Point Drive, Bldg #13, Plantation, Florida 33322.

#### Article II

The name of the registered agent of the corporation is Colette Hall. The address of this registered agent is 8105 Lake Point Dr, Bldg #13, Plantation, Fl 33322.

#### Article III

The period of duration is perpetual. The corporation is organized pursuant to the Not for Profit Corporation laws of the State of Florida. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

#### Article IV

The purpose for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1.) To raise the economic, educational and social levels of Haitian residents of the State of Florida, America and Haitians who wish to return to Haiti. To foster and promote community wide interest and concern for the problems of said residents to the end that (a) educational and economic opportunities my be expanded; (b) sickness, poverty, crime, and environmental degradation may be

lessened; and (c) racial tensions, prejudice, and discrimination, economic. And otherwise, may be eliminated.

- 2.) To expand the opportunities available to said residents and groups to own, manage, and operate business enterprises; to assist residents and groups in the developing entrepreneurial and management skills necessary for said residents and groups in obtaining financial support from other sources.
- 3.) To expand opportunities available to said residents and groups to obtain adequate low-cost housing accommodations by constructing, rehabilitating, and providing decent, safe and sanitary housing in would not be able to find or afford a suitable place to live. It is the purpose of the corporation thereby to relieve the poor, distressed, underprivileged and indigent by enabling them to lessen the burdens of government and promote the social welfare.
- **4.)** To aid, support, and assist by gifts, contributions, or otherwise, other corporations, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes.
- 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 charitable and educational purposes in such a manner that the corporation will qualify as an exempt organization under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### Article V

Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### Article VI

- 1) There shall be three directors on the initial Board of Directors.
- 2) The method of election of the Board of Directors shall be stated in the bylaws.
- 3) The names and addresses of the initial Broad of Directors are:

Joel Ferron 8105 Lake Point Dr, Bldg #13 Plantation, Fl 33322

Vania Lagurre 8105 Lake Point Dr, Bldg #13 Plantation, Fl 33322

Herbert J. Coleman 3802 N.E. 6th Avenue Miami, Fl 33137

#### Article VII

The Corporation is organized exclusively for charitable and educational purposes. The Corporations is not organized nor shall it be operated for the 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 and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

#### Article VIII

No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

#### Article IX

Upon 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 of 1986 to be used exclusively for charitable and educational 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

In the event that this Corporation shall become a "private foundation" within the meaning of section 509 of the Internal Revenue Code of 1954, the Corporation shall distribute its income for such taxable year at such time and in such manner as not to subject it to tax under section 4942 of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

#### Article XI

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit of 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 amy 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 of administrators) may be entitled apart from this Article.

# Article XII

The name and address of the incorporator is: Colette Hall 8105 Lake Point Drive, Bldg #13, Plantation, Florida 33322.

These Articles of Incorporation are hereby executed by the incorporator on this \_\_\_\_\_\_ day of \_\_\_\_\_\_, 19 45.

STATE OF FLORIDA }

ss:

COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared Marva MacDonald to me known to be the person described in and who executed the foregoing instrument as incorporator and acknowledged before me that he or she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this \_\_\_\_\_\_\_, 19 95.

NOTARY PUBLIC STATE OF FLORIDA My Commission Expires 7/10/25

Colotte Hall privers Ciecase

ED HY00-113-51-942

Notary STATE OF FLORIDA Public My Comm Exp7/15/95 BONDED

# REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I, Colette Hall, hereby accept by appointment as registered agent for the UNITED FRIENDS OF HAITI, INC., a Florida not for profit corporation.

Colerte Hall

Date