

N95000003584

TRANSMITTAL LETTER

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

700001546317
-07/26/95--01081--021
****131.25 ****131.25

SUBJECT: THE RAINFOREST FOUNDATION, 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

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: Brett Evelyn Ashmeade-Hawkins
Name (Printed or typed)

1602 Alton Road, Suite 598
Address

Miami Beach, Florida 33139
City, State & Zip

(305)-532-3307

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUL 26 PM 12:00

FILED

SN
7/28/95

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

ARTICLES OF INCORPORATION
OF
THE RAINFOREST FOUNDATION, INC.

FILED
95 JUL 26 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A FLORIDA NONPROFIT CORPORATION

The undersigned, acting as incorporators of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I
NAME

The Name of the corporation shall be: THE RAINFOREST FOUNDATION, INC.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The Principal place of Business and Mailing Address of this Corporation shall be: 6001 S.W. 63rd Avenue
Miami, Florida 33143

ARTICLE III
DURATION

The Duration of the Corporation is Perpetual.

ARTICLE IV
PURPOSES

The Purpose of the Corporation is as follows:

A. This Corporation is a not-for-profit corporation organized under chapter 617, Florida statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are:

1. The raising of funds from the General Public, in the form of Donations, Gifts and Contributions, in accordance with the Internal Revenue Service guidelines and regulations governing the administration of Public charities, in order to permit the Foundation to finance it's Environmental Preservation, Conservation, Educational and Promotional activities in the United States, Canada, Latin America and the Caribbean.
2. The preservation of Natural Resources and the Scenic Beauty of the Rainforest in the United States, Canada, Latin America and the Caribbean, through Environmental Conservation of Soil, Water and other Ecological Factors subject to Progressive Management of the Ecosystem.
3. The Acquisition of Land for the preservation of the Rainforest and other Fragile Ecosystems, in the form of establishing Nature Preserves in the United States, Canada, Latin America and the Caribbean.
4. The Establishment of Wildlife Sanctuaries or Reserves in the United States, Canada, Latin America and the Caribbean, especially for the protection and preservation of Endangered Species and their threatened Habitats.
5. The Establishment of Tree-Planting programmes in Suburban and Urban Neighbourhoods, for the purposes of Beautification, Energy Conservation, Prevention of Community Deterioration, and the Preservation of Local Ecosystems from Pollution and Unregulated Development.
6. The promotion of Environmental Educational Programmes in the form of Lectures, Forums, Seminars, Panels, Discussion Groups, Films, Slide Shows, Field Trips and publications.
7. The Development and Promotion of Ecotourism, Alternative Rainforest Agricultural Initiatives, the Ethno-Botanical Study of Medicinal Rainforest Flora and Progressive Forest Management and other Innovative Projects that provide Economically viable and Socially Desirable alternatives to Deforestation.

B. To exercise all rights and powers conferred by the Laws of the State of Florida upon Nonprofit Corporations.

C. Provided, however, that the Corporation shall not engage in any action which is not permitted to be carried on by Nonprofit Corporations under the Internal Revenue Code and no part of the Net Earnings of the Corporation shall inure to the benefit of, or be distributable to, its Members, Directors or Officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for Services rendered, and to make payments and distributions in furtherance of its stated purposes.

ARTICLE V
MANNER OF ELECTION OF DIRECTORS

The Manner in which the Directors are Elected or Appointed is stated in the Bylaws.

ARTICLE VI
NAMES AND ADDRESSES OF THE INITIAL BOARD OF DIRECTORS

Chairman: T. Evelyn Hawkins

6001 S.W. 63rd Avenue, Miami, Florida 33143

Directors: Prince Egon Von Furstenberg

Belle Plaza, Apartment 718, 20 Island Avenue,
Belle Island, Miami Beach, Florida 33139

Hon. Denis Lemercier Duquesnay, J.P.

Jacaranda villas, Building 2, Apartment 2A,
8951 North New River Canal Road, Plantation,
Florida 33324

Prof. Jay Hernandez-Leal, M.L.S., B.A. (Princ.), LL.B.
1874 S.W. 3rd Avenue, Apartment 9, Miami, Florida 33129

Lang Baumgarten, B.A., LL.B.

2891 Coacoochee Avenue, Coconut Grove, Florida 33145

The Initial Board of Directors shall have 5 Members, whose names and addresses are listed above. The number of Directors may be raised or lowered by Amendment of the Bylaws, but shall in no case be less than three.

ARTICLE VII
OFFICERS

The Officers of the Corporation shall consist of a Chairman, a President, A Secretary and a Treasurer. Other officers may be provided for in the Bylaws. Each officer shall be elected by the Board of Directors (and may be removed bt the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The Name and Address of each initial officer of the Corporation is as follows:

Chairman: T. Evelyn Hawkins

6001 S.W. 63rd Avenue, Miami, Florida 33143

President: Brett Evelyn Ashmeade-Hawkins, B.A. (Princ).

1602 Alton Road, Suite 598, Miami Beach, Florida 33139

Secretary/Treasurer: Curtis Russell pulford Earle

19823 S.W. 119th Court, Miami, Florida 33177

ARTICLE VIII
LIMITATION OF CORPORATE POWERS

The Corporate powers of this Corporation are as provided in Section 617.0302, Florida Statutes. (See under ARTICLE IV, Sections A., B. and C.) for limitations, if any.

ARTICLE IX
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial Registered Agent is:

T. Evelyn Hawkins
6001 S.W. 63rd Avenue
Miami, Florida 33143

ARTICLE X
INCORPORATORS

The names and street addresses of the Incorporators for these Articles of Incorporation are:

1. T. Evelyn Hawkins
6001 S.W. 63rd Avenue
Miami, Florida 33143
2. Brett Evelyn Ashmeade-Hawkins, B.A. (Princ).
1602 Alton Road, Suite 598
Miami Beach, Florida 33139

IN WITNESS WHEREOF, the undersigned incorporators have signed and executed these Articles of Incorporation on this 25th day of July, 1995.

T. Evelyn Hawkins
.....

T. Evelyn Hawkins

Brett Evelyn Ashmeade-Hawkins
.....

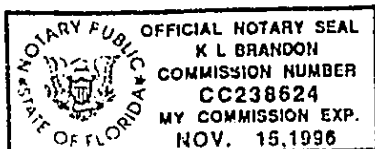
Brett Evelyn Ashmeade-Hawkins

STATE OF FLORIDA
COUNTY OF DADE

Before me personally appeared T. Evelyn Hawkins and Brett Evelyn Ashmeade-Hawkins, to me well known and known to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 25th day of JULY, 1995.

K. L. Brandon
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES: 11/15/96



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

THE RAINFOREST FOUNDATION, INC.
(must include suffix)

2. The name and address of the registered agent and office is:

T. Evelyn Hawkins

(NAME)

6001 S.W. 63rd Avenue

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Miami, Florida 33143

(CITY/STATE/ZIP)

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.

T. Evelyn Hawkins

(SIGNATURE)

T. EVELYN HAWKINS

7/25/95

(DATE)

FILED
95 JUL 26 PM 11:11
TALLAHASSEE
CLERK OF COURT
JULIA