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LAW OFFICES

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DONALD L. FARBER

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March 19, 1996

Florida Department of State
Division of Corporations
Attn.: New Filings Section
P. O. Box 6327
Tallahassee, Florida 32314

RE: United Haitian American Grand
Orient of South Florida
Free and Accepted Masons, Inc.

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-03/21/96--01055--020

***122.50 ***122.50

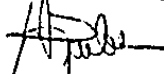
Gentlemen:

Enclosed find one original set of Articles of Incorporation for United Haitian American Grand Orient of South Florida Free and Accepted Masons, Inc. In addition thereto, we have enclosed a copy of the Articles which we would request that you date, stamp and return to this office. Also enclosed is a check made payable to the Secretary of State in the amount of \$122.50 covering the various filing fees regarding this corporation.

Please be so kind as to immediately file these original Articles of Incorporation of record with the Secretary of State and to return the time stamped copy of same to our offices.

Thank you for your immediate attention to this matter.

Very truly yours,



DONALD L. FARBER, P.A.

Enclosures
DLF:cs

9/27/96
75
FILED
96 MAR 21 AM 10:45
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
UNITED HAITIAN AMERICAN GRAND ORIENT OF SOUTH FLORIDA
FREE AND ACCEPTED MASONS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby accept the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is United Haitian American Grand Orient of South Florida Free and Accepted Masons, Inc.

FILED
95 MAR 21 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The corporation shall operate as a non-profit organization.

ARTICLE IV

NON-PROFIT PURPOSES AND POWERS

The objectives of the United Haitian American Grand Orient of

South Florida Free And Accepted Masons, Inc. shall be:

- A. To fraternally unite all healthy persons of any profession, business, or occupation, in promoting a higher degree of fellowship in keeping with Masonic Customs.
- B. To function as a charitable non-profit institution operating for the mutual benefit of its members.
- C. To encourage, promote, recruit and supervise our membership throughout the world.
- D. To cultivate friendly relationships, promote mutual understandings and foster the solidarity of masons everywhere.
- E. To coordinate and direct the activities of the Higher Degree Auxiliaries, the Supreme Grand Lodge, the Supreme Grand Chapter, Grand Lodge and Grand Chapter and the subordinate Lodges and Chapters chartered by the Supreme Council.
- F. To do any and all things conducive to the service, the betterment, and the ultimate welfare of members everywhere within the meaning of Section 501 of the U. S. Internal Revenue Code of 1954, as subsequently amended. The powers of the corporation shall be limited to only those powers permitted to be carried on by a corporation exempt from federal income tax under the appropriate section of the Internal Revenue Code of 1954, as subsequently amended.

No part of the income of the corporation shall be distributed

to the members, directors or officers. However, nothing shall prevent a member, director or officer being paid a fair compensation for services rendered as an employee of the corporation or as a contracting party, if not in conflict with policies regarding conflicts of interest and requirements of the Internal Revenue Code, Section 501.

In the event that the corporation shall be dissolved, voluntarily or involuntarily, the Board of Directors, after providing for the outstanding debts and obligations of the corporation shall distribute the remaining assets of the corporation to one or more charitable organizations designated by the Board of Directors which are, or may become, engaged in activities which in the judgment of the Board are, or will be, similar to the purposes of this corporation and also qualified as tax exempt corporation under Internal Revenue Code section 501(c)(3). In no event shall any of the corporation's assets be distributed to any present or former member of the corporation.

ARTICLE V

Membership in the corporation shall be by nomination to membership by a nominating committee.

The specific requirements for nomination, the nominating

proceduro and constituency of the nominating committoo shall be in accord with the requirements of the By Laws. The By Laws may limit the size of the membership and provide such critoria for membarship as it deems necessary and advisable.

ARTICLE VI

BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors who shall determine policy which may be administered by a chief executive officer employed by the Board of Directors. There shall be an executive committee which shall be constituted and have such powers as provided in the By Laws.

The Board of Directors shall be composed of not less than 3 nor more than 15 persons. Members of the Board of Directors shall be members of the corporation elected per the By-Laws.

The term of each member of the Board of Directors shall be one year. The By Laws may set other requirements and restrictions.

The initial Board of Director, who shall serve for one year or until their successors are elected are:

HAROLD VIELOT, 3250 N.W. 176th Terrace, Miami, Fl 33056, ANTOINE C. ALCINDOR, 12730 N.W. 18th Court, Miami, Florida 33167, GEORGES MERISIER, 911 N.W. 142nd Street, Miami, Florida 33168, JEAN

CLAUDE JEAN BAPTISTE, 6304 N.W. 1st Place, Miami, Florida 33150, BENITO BOUCICAUT, 5956 N.E. 2nd Avenue, Miami, Florida 33137, DALES DOCTEUR, 910 N.W. 132 Street, Miami, Florida, INAVY H. JOSEPH, 236 N.E. 51 Street, Apartment 2, Miami, Florida 33150, AROLD MICHEL, 1340 N.E. 204 Terrace, Miami, Florida 33172, ANTOINE GEORGES, 9522 S.W. 151 Court, Miami, Florida 33196.

ARTICLE VII

OFFICERS

There shall be the following officers of the Corporation: Harold Violot, President, Antoine Alcindor, Vice President, Georges Merisier, Secretary and Jean Claude Jean Baptiste, Treasurer.

ARTICLE VII

BY LAWS

The By Laws of the corporation shall be adopted by the Board of Directors and may be altered, amended or repealed and new By Laws adopted by a majority of the Board of Directors of the corporation at any regularly convened or special meeting thereof.

ARTICLE VII

OFFICERS

There shall be the following officers of the Corporation: President, Secretary and Treasurer. The initial officers are above stated.

ARTICLE VIII

AMENDMENTS TO ARTICLE OF INCORPORATION

These Articles of Incorporation may be amended by a majority vote of the Board of Directors present at a regular or special meeting of the Board of Directors provided a quorum is present and the specific proposed Amendment has been mailed to each member of the corporation at least two weeks prior to the regular or special meeting and notice of the meeting is similarly provide. The Amendment shall be effective upon acceptance by the Secretary of State.

ARTICLE IX

REGISTERED AGENT

Until otherwise provided by the Board of Directors, the registered agent shall be: DONALD L. FARBER, ESQ., 11900 Biscayne Boulevard, Suite 604, North Miami, Florida 33181.

ARTICLE X


INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

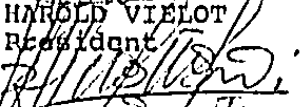
ARTICLE XI

The subscribers to these Articles of Incorporation and their addresses are: HAROLD VIELOT, 3250 N.W. 176th Terrace, Miami, Florida 33056, ANTOINE C. ALCINDOR, 12730 N.W. 18th Court, Miami, Florida 33167, GEORGES MERISIER, 911 N.W. 142nd Street, Miami, Florida 33168,

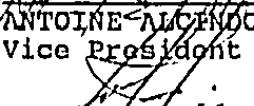
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 14th day of March, 1996.



HAROLD VIELOT
President



ANTOINE ALCINDOR,
Vice President



GEORGES MERISIER
Secretary

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared HAROLD VIELOT, ANTOINE C. ALCINDOR, and GEORGES MERISIER, known to me and known by me to be persons who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these

Articles of Incorporation.

IN WITNESS WHEREOF, I have herunto set my hand and affixed my
official seal, in the State and County aforesaid this 14th day
March, 1996.

Christina Sanon
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE



CHRISTINA SANON
My Commission CC487008
Expires May. 24, 1999
Bonded by HAI
800-422-1555

My Commission Expires:

UNITED HAITIAN AMERICAN GRAND ORIENT OF SOUTH FLORIDA
FREE AND ACCEPTED MASONS, INC.

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of the Florida General Corporation
Act, the undersigned does hereby accept his appointment as
registered agent on who process may be served within the State of
Florida for the proposed domestic corporation named in the
foregoing Articles of Incorporation.

Donald L. Farber
DONALD L. FARBER, ESQ.
11900 Biscayne Blvd., Suite 604
North Miami, Florida 33181

*This is also the mailing address
of the corporation*