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Law Offices

Bennett Drew Fultz
Professional Association

BENNETT DREW FULTZ
IMMIGRATION & NATURALIZATION
PERSONAL INJURY & WRONGFUL DEATH

618 SOUTHWEST 18TH AVENUE
MIAMI, FLORIDA 33130
TELEPHONE (305) 888-4733
FAX (305) (888) 1888

JERHARD D. CUTHONE
OF COUNSEL

March 22, 1996

FILED
MAR 27 PM 1:19
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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

RE: EGLISE BAPTISTE MISSIONAIRE DE MIAMI, INC.
(MISSIONARY BAPTIST CHURCH OF MIAMI, INC.)

300001759949
-03/27/96--01088--016
****122.50 ****122.50

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the
above-named corporation together with a copy, and our check No.:
23364 in the amount of \$122.50 which represents your fee
for a prbfit corporation.

Thank you for your cooperation in this matter. I await
receipt of your certificate as soon as possible.

Sincerely,

Bennett D. Fultz
BENNETT D. FULTZ
BFD/drj

Encl: as stated

E. CHESSEB APR 3 1996

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ARTICLE OF INCORPORATION
OF
EGLISE BAPTISTE MISSIONNAIRE DE MIAMI, INC.
(MISSIONARY BAPTIST CHURCH OF MIAMI, INC.)

We, the undersigned incorporators, each natural person competent to contract, hereby associate ourselves together to form and establish a corporation NOT FOR PROFIT under the laws of the State of Florida.

FIRST:

The name of the corporation is EGLISE BAPTISTE MISSIONNAIRE DE MIAMI, INC., (MISSIONARY BAPTIST CHURCH OF MIAMI, INC.,

SECOND:

The location of its principal place of business in this State is 10 N.E. 124th Terrace, Miami, Florida 33161.

THIRD:

The location of its registered agent in this State is 121 N.E. 23rd Court, Pompano Beach, Florida 33060.

FOURTH:

The name of the registered agent of this corporation is PASTOR ANDRE POITEVIEN.

FIFTH:

This corporation is organized NOT FOR PROFIT and the object, and purposes to be transacted and carried on are:

To form a church to help reunite and educate the Haitian Community of Dade county, and the State of Florida.

SIXTH:

The members of the corporation shall be those persons of good moral character and deportment whose applications are approved by a Board of Admissions.

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MILWAUKEE DISTRICT

SEVENTH:

The private property of the members of this corporation shall not be liable for its corporation debts.

EIGHT:

In the event of the dissolution of this corporation or in the event it shall cease to carry out the objects and purposes herein set forth, all the business property, and assets of the corporation shall go, and be distributed to such non profitable, and charitable corporation, municipal corporations as may be selected by selected by the board of directors of this corporation so that the business property and assets of this corporation shall in that event be used for, and devoted to, the purposes of carrying on another Christian organization, and in no event shall any of said assets or property in the event of dissolution thereof, go or be distributed to members either for reimbursement of any sum subscribed, donated, or contributed by such members or for any other such purpose, it being the intent that in the event for the dissolution of this corporation, or upon ceasing to carry out the objects and purposes herein set forth the property and assets there owned by the corporation shall be donated to the carrying on the function and purposes of another Christian organization as the board of directors shall determine and direct.

NINTH:

The affairs of the corporation are to be managed by a board of directors in elects to be held every two years.

TENTH:

The general officers of the corporation shall be a president, a vice-president, a secretary, a treasurer and one officer, one person can hold more than one office.

ELEVENTH:

The number of directors constituting the initial board of directors of the corporation is seven (7) and the names and addresses of the persons who are to serve as the initial directors are:

Pastor ANDRE POITEVIEN President	121 N.E. 23rd Court Pompano Beach, Florida 33060
ENOCK MILIEN Vice-President	350 N.E. 51st Street Miami, Florida 33137
ANASTHA SAINVIL Secretary	10 N.E. 124th Terrace Miami, Florida 33161
SAINTALISE GEDEON Treasurer	505 N.W. 123rd Street Miami, Florida 33167
PHARICE DARY Assistant Treasurer	105 N.E. 127th Street Miami, Florida 33161
BONIFACE BEAUBRUN Officer	2534 Johnson Street Hollywood, Florida 33020
ATHEL GEDEON GUERRIER	1245 N.W. 129th Street Miami, Florida 33167

The above named persons will be the officers who are to serve until the first election or appointment under the articles of this corporation, and they are also the initial incorporators. The by laws of the corporation are to be prepared by the initial board of directors and approved by a majority members in good

standing in a meeting specially hold for the purpose.

TWELFTH:

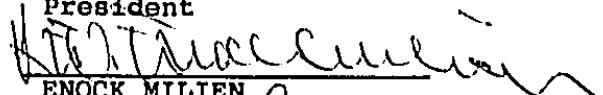
Amendments to those articles of incorporation and to by laws shall be proposed by the board of directors and approved by a majority of the members in the manner prescribed by status of amendments.

THIRTEENTH:

The by laws of the corporation are to be made, altered or rescinded by a majority vote of the board of directors.

IN WITNESS WHEREOF, the parties of the article of incorporation have hereunto set their hand and seal this 23rd day of March, 1996.



Pastor ANDRE POITEVIEN
President


ENOCK MILIEN
Vice-President


ANASTHA SAINVIL


SAINTALISE GEDEON
Treasurer


PHARICE-DARY
Assistant Treasurer


BONIFACE BEAUBRUN
Officer


ATHEL GEDEON GUERRIER
Officer

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLE OF INCORPORATION**

I, PASTOR ANDRE POITEVIEN hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Andre Poitevien
Pastor ANDRE POITEVIEN

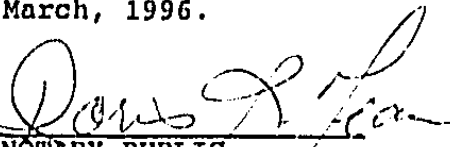
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TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

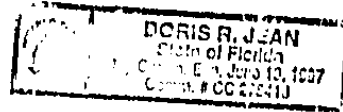
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared PASTOR ANDRE POITEVIEN, who presented his Florida Driver License, No.: P315-000-43-467, ENOCK MILIEN, his Florida Driver License No.: M450-200-58-014; ANASTHA SAINVIL, who presented her Florida Driver License No.: S514-000-57-567 SAINTALISE GEDEON, who presented her Florida Driver License No.: Q-532-780-53-849; PHARICE DARY, who presented his Florida Div. Lic., No.: D600 675-64-835, BONIFACE BEAUBRUN, who presented his Fla. Div. Lic. No.: B16506058207 ATHEL GEDEON GUERRIER, who presented his Fla Div Lic, No.: G66000757055, as

their identifications and to me known to be the persons described in and who executed the foregoing instrument and acknowledgment before me that they executed same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state last aforesaid on this 23rd day of March, 1996.


NOTARY-PUBLIC

MY COMMISSION EXPIRES:



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TALLAHASSEE, FLORIDA