

N 97000003664

(Requestor's Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. Coulllette APR 08 2003

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

437 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Maple Cultural Center Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- _____ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- ☒ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 26, 2003

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: SANT KILTIREL MAPOU, INC.
Ref. Number: N97000003664

We have received your document for SANT KILTIREL MAPOU, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from 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 (850) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 303A00018444

RE-SUBMIT

PLEASE OBTAIN THE ORIGINAL
FILE DATE

RECEIVED
03 APR - 8 AM 11:27
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF:

MAPOU CULTURAL CENTER, Inc.

Document Number N97000003664

FIRST: Amendment adopted to replace, in full, the Articles of Incorporation as presently filed: (indicate article number(s) being amended, added or deleted)

DELETE ALL CURRENT ARTICLES AND REPLACE WITH NEW ARTICLES AS ATTACHED

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: March ^{N/A}_{1st} 2003

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ **The amendment(s) was/were approved by the members. The number of votes cast for the amendment(s) was/were sufficient for approval.**

☐ **The amendment(s) was/were approved by the members through voting groups. N/A**

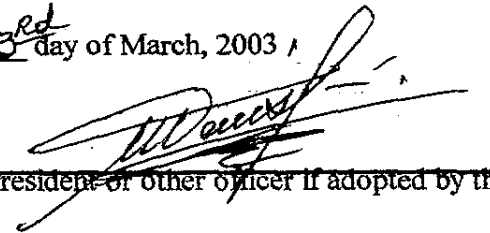
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

The number of votes cast for the amendment(s) was/were sufficient for approval by _____ " N/A

☐ **The amendment(s) was/were adopted by the board of directors without members action and shareholder action was not required. N/A**

☐ **The amendment(s) was/were adopted by the incorporators without members action and shareholder action was not required. N/A**

Signed this rd₃ day of March, 2003

Signature:  (By the Chairman or Vice Chairman of the Board of Directors. President or other officer if adopted by the members.)

Jean M. Denis
[Typed or printed name]

President and Director

FILED
03 MAR 26 PM 2:39
CLERK OF SUPERIOR COURT
LAHASEE, FLORIDA

AMENDED ARTICLES OF INCORPORATION

Mapou Cultural Center, Inc.

(As amended March ^{1st}/₁₅ 2003)

The undersigned, _____ of the Mapou Cultural Center, Inc., a Florida not-for-profit corporation, do hereby unanimously adopt the following amended Articles of Incorporation to replace, in full, the corporation's Articles previously existing:

ARTICLE I. NAME

The name of the corporation shall be: Mapou Cultural Center, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are:

Place of Business: 5921 NE 2nd Ave.
Miami, FL 33137 US
Mailing Address: PO Box 6146
Miami, FL 33299 US

ARTICLE III. PURPOSES

The specific purposes for which the corporation is organized are:

1. To provide a meeting and exhibit space for artists in the "Little Haiti" section of Miami, FL;
2. To provide a "mini-museum" space in the "Little Haiti" section of Miami, FL;
3. To serve as a research library about Haiti and Haitian living in Miami, FL;
4. To organize and host conferences, lectures and seminars relating to Haitian-American topics;
5. To provide space for emerging non-profit organizations;
6. To provide outreach from its premises to non-profit schools and organizations;
7. To provide language, citizenship and drama and dance classes;
8. To serve as a neighborhood theater;
9. To consider grants to Section 501(c)(3) organizations; and
10. To do any other thing and/or act which is lawful to be done by a Florida not-for-profit corporation.

ARTICLE IV. MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is set forth in the By-Laws.

ARTICLE V. REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the corporation's registered agent is:

Jean M. Denis
310 NE 97 St.
Miami Shores, FL 33138

ARTICLE VI. DIRECTORS

The names and addresses of the corporation's Directors are:

Jean M. Denis, 310 NE 97 St., Miami Shores, FL 33138;
Ernst Jubmeus, 5919 NE 2nd Ave., Miami, FL 33137;
Nadia Denis, 310 NE 97 St., Miami Shores, FL 33138.

ARTICLE VII CHARITABLE ORGANIZATION PROVISIONS

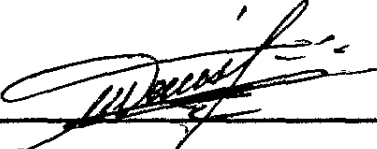
Notwithstanding any powers granted to the Corporation by its Articles, By-Laws or by the laws of the State of Florida, the following limitations of power shall apply:

- a. The Corporation is organized exclusively for charitable, religious, educational and scientific purposes,

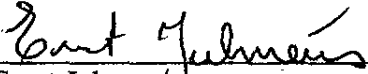
including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code ("Code").

b. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of purposes set forth in the purpose clause hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under Section 501(c)(3) of the Code; or (ii) by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

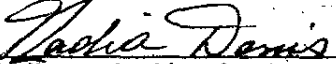
c. Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by the court having jurisdiction over the Corporation, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.



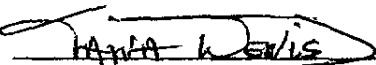
Jean M. Denis, and Director



Ernst Jubmeus, and Director




Nadia Denis, and Director

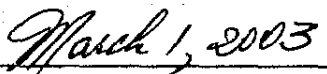


Taina Denis,

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.



Jean M. Denis Registered Agent



Date