

*Law Offices*

*W. George Allen*

W. GEORGE ALLEN  
VIRGINIA D. STOW

THE PENTHOUSE  
800 SOUTHEAST THIRD AVENUE  
FORT LAUDERDALE, FLORIDA 33316

TELEPHONE (954) 463-6681  
FAX (954) 463-6685

February 9, 1999

900002773869--0  
-02/12/99--01056--005  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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

Attention: Amendment Section

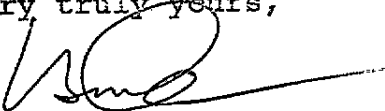
RE: Articles Amendment to Articles of Incorporation  
The Haitian American Cultural Group, Incorporated  
Our File No. 98-068

To Whom It May Concern:

Enclosed please find the original Articles of Amendment with regard to the above-referenced corporation, along with a check in the amount of \$35.00 for the cost of filing same.

Thank you for your attention to this matter.

Very truly yours,



Jacquie Shaw  
Legal Assistant to  
W. GEORGE ALLEN

Enclosures

FILED  
99-FEB-23 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMEND  
CR6  
2/23

*Law Office*  
*W. George Allen*

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THE PENTHOUSE  
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TELEPHONE (954) 463-6681  
FAX (954) 463-6685

February 22, 1999

Karen Gibson  
Corporate Specialist  
Florida Dept. of State  
P.O. Box 6327  
Tallahassee, FL 32314.

RE: State of Florida v. Nicolas  
Case Number 98035153TI40A  
Our File No. 98-068

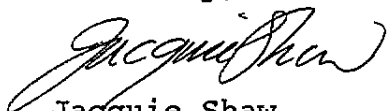
Dear Ms. Gibson:

Pursuant to our telephone conversation this afternoon, please find the document you required advising of voting members in the corporation, along with the documentation I originally filed.

As the IRS deadline for filing this document is February 23, 1999, I would be grateful if you could fax me a copy of the filing to (954) 463-6681 today.

I would like to take this opportunity of thanking you for all your assistance in this matter.

Sincerely,



Jacquie Shaw  
Legal Assistant to  
W. GEORGE ALLEN

Attachment

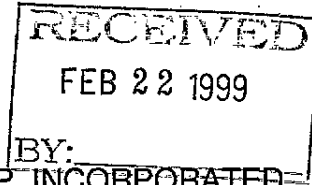


FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 17, 1999

JACQUIE SHAW, LEGAL ASSISTANT  
LAW OFFICE W. GEORGE ALLEN  
THE PENTHOUSE, 800 SE THIRD AVE.  
FT. LAUDERDALE, FL 33316



SUBJECT: THE HAITIAN AMERICAN CULTURAL GROUP, INCORPORATED  
Ref. Number: N98000002684

We have received your document for THE HAITIAN AMERICAN CULTURAL GROUP, INCORPORATED and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(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.

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) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 199A00007121

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION**

The Amendment was approved by the sole member, MARIE THERESE BEATRIX NICOLAS on February 11, 1999.

The number of votes was sufficient for approval.

**DATED:** February 22, 1999.

**FILED**  
99 FEB 23 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION

Pursuant to Section 617.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendments to its Articles of Incorporation:

First:

the following amendment to the Articles of Incorporation was adopted by the Corporation:

Article IV - GENERAL AND SPECIFIC PURPOSES

e) The purpose for which the corporation is organized are exclusive religious, charitable, scientific, literary and educational within the meaning of section 501 (C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

f) Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal 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.

g) Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(C)(3) of the Internal Revenue Code of 1986, or corresponding of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

THE HAITIAN AMERICAN CULTURAL  
GROUP, INCORPORATED

BY:

*Marie Therese B. Nicolas*  
MARIE THERESE BEATRIX NICOLAS,  
PRESIDENT

February 11, 1999

FILED  
99 FEB 23 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

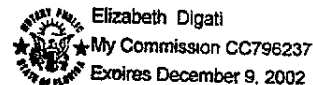
STATE OF FLORIDA   )  
                              )  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared, MARIE THERESE BEATRIX NICOLAS, President of the above-named corporation, to me personally known to be the persons who executed the attached and foregoing Articles of Amendment to the Articles of Incorporation and acknowledged before me, according to law, that they made and subscribed the same for the purposes therein, mentioned and set forth.

Elizabeth Digati  
Notary Public, State of Florida

ELIZABETH DIGATI  
Printed Name

My Commission Expires:



February 11, 1999