

TRANSMITTAL LETTER

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

SUBJECT: \_\_\_\_\_

(Proposed corporate name - must include suffix)

800002667078--8  
-10/19/98--01098--003  
\*\*\*\*122.50 \*\*\*\*\*78.75

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 of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: \_\_\_\_\_

Name (Printed or typed)

19 W. Hagler St  
Address

Miami, FL 33130  
City, State & Zip

Daytime Telephone number

FILED  
98 OCT 19 PM 12:58  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

## ARTICLES OF INCORPORATION OF

### **SOUTH DADE HAITIAN CHRISTIAN BROADCASTING, INC.**

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation.

#### ARTICLE ONE

##### NAME

The name of the corporation is **SOUTH DADE HAITIAN CHRISTIAN BROADCASTING, INC.**

#### ARTICLE TWO

##### NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

#### ARTICLE THREE

##### PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 420 W. Mowry Drive, Homestead, Florida 33030.

#### ARTICLE FOUR

##### CORPORATE DURATION

The duration of the corporation is *perpetual*.

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STATE OF FLORIDA  
TALLAHASSEE

## **ARTICLE FIVE**

### **PURPOSE OR PURPOSES**

The Corporation is organized, and shall be operated exclusively for the following purposes:

- a. To provide the Haitian Community with quality Christian and Informative Services.
- b. Assist churches with promotional efforts.
- c. Preach the gospel of Jesus-Christ
- d. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.
- e. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

## **ARTICLE SIX**

### **COMPENSATION**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, Trustees or officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 4 (purposes) thereof.

## **ARTICLE SEVEN**

### **MEMBERS**

The Corporation shall have Voting Members who shall be elected and may be removed by the Voting Members and shall have all the rights and privileges of members of the corporation. The by laws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows

## **ARTICLE EIGHT**

### **REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 19 West Flagler Street, Miami, Florida 33130, and the name of its initial registered agent at such address, is Adenet Medacier, P.A.

## **ARTICLE NINE**

### **INITIAL BOARD OF TRUSTEES**

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees is 7. The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Trustees annually. The bylaws may provide for ex officio and honorary trustees, and their rights and privileges. The name and addresses of each initial Trustee of the Corporation is as follows.

## **ARTICLE TEN**

### **OFFICERS**

The officers of the Corporation shall consist of a President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees 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:

Name	Address	
Clark Pierre	420 W. Mowry Drive, Homestead, Florida 33130	President
Carlos Solomon	P.O. Box 901055 Miami, Florida 33161	Vice-President/Secretary

## **ARTICLE ELEVEN**

### **BYLAWS**

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

## **ARTICLE TWELVE**

### **AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

### ARTICLE THIRTEEN

#### NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

### ARTICLE FIFTEEN

#### INCORPORATORS

The name and address of each incorporator is:

Name	Address
Clark Pierre	420 W. Mowry Drive Homestead, Florida 33030

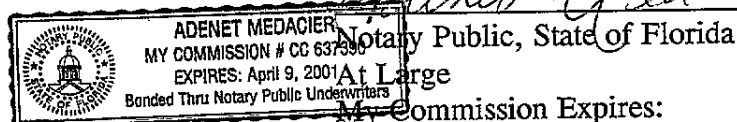
Executed by the undersigned at Miami, Florida on September 10, 1998.

*Signatures of Incorporator*

*CLARK PIERRE*  
CLARK PIERRE

Before me personally appeared Clark Pierre to me well known and known to me 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 10th Day of September 1998.



ACCEPTANCE BY DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

  
ADENET MEDACIER, ESQ.

September 10, 1998

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TALLAHASSEE, FLORIDA