

N98000006993

TRANSMITTAL LETTER

FILED
98 DEC 10 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: WORLD REFUGEE ASSOCIATION, INC.
(Proposed corporate name - must include suffix)

100002696581--3
-11/25/98--01057--012
*****78.75 *****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

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: EDDIE S. GBOHUMAH
Name (Printed or typed)

602 Riverside Drive
Address

Greenacres, FL 33463
City, State & Zip

(561) 439-1257 / Beeper 357-1713
Daytime Telephone number

498 21985

F. CHESSEN DEC 10 1998

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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 3, 1998

EDDIE S GBOLUMAH
602 RIVERSIDE DR
GREENACRES, FL 33462

SUBJECT: WORLD REFUGEE ASSOCIATION, INC.
Ref. Number: W98000026985

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for WORLD REFUGEE ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please return the original and one copy of 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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 498A00057171

**ARTICLES OF INCORPORATION
OF
WORLD REFUGEE ASSOCIATION, INC.
OF
PALM BEACH COUNTY**

The Corporation is organized pursuant to the provisions of the General Nonprofit Corporation Law of the State of Florida.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE I

The name of the corporation shall be: **WORLD REFUGEE ASSOCIATION, INC.**

ARTICLE II

The principal place of business and mailing address of this corporation shall be:
602 RIVERSIDE DRIVE, GREENACRES, FLORIDA 33463

ARTICLE III

The purposes for which this Corporation is formed are exclusively charitable, educational and scientific; to raise the economic, educational and social levels of Refugees of Palm Beach County and to unite refugee organizations around the United States.

A. The specific and primary purposes are:

(1) To foster and promote refugees interest and concern, to expand the educational, cultural and economic opportunities; to less sickness, poverty, and crime. To assist refugees in integrating into the mainstream community and becoming self-sufficient. To assist financially, legally, morally, medically, educationally and internationally.

(2) To assist refugees financially by providing food, clothing, housing and transportation. To expand opportunities available to refugees to obtain adequate low-cost housing accommodations by constructing, rehabilitating and providing decent, safe, and sanitary housing in Palm Beach County for refugees who would not be able to find or afford a suitable place to live.

(3) To serve as a source of information and support with legal procedures by providing translation, direction and assistance with immigration application process and by referring and directing refugees to legitimate legal services. To facilitate an Information Exchange between recent and most current Immigration laws and policies through seminars, guest speakers, newsletters in various languages, workshops, and support groups. To serve as a source of referral in consultations, work authorization, applications

for permanent residency, deportation hearings, fingerprints and photographs.

(4) To conduct educational classes in Intergenerational/Cross Cultural Tutoring, Counseling, and crime prevention issues in refugee and immigrant communities by encouraging partnership between law enforcement and community groups. To provide ESL classes for refugees supported by Computer Assisted Language Learning Laboratories. To provide Distance learning opportunities in and around the country.

(5) To conduct educational activities designed to provide training in family conflicts, parenting, and child rearing. To assess refugees for specific skills necessary for career direction. To encourage and voluntarily assist refugees to organize, create, acquire, obtain financing to own, manage and operate business enterprises.

(6) To provide tracing services nationally and internationally, and family reunification. To provide access to mainstream services, especially health care.

(7) To do any and all lawful activities which may be necessary useful or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

B. In furtherance, but not in limitation of the foregoing charitable, educational and scientific purposes, the Corporation shall have the following powers:

(1) To solicit, collect and receive money and other assets, and to administer funds and contributions received by grant, gift, deed, bequest or devise, and otherwise to acquire money, securities, property, rights and services of every kind and description, and to hold, invest, expend, contribute, use, sell or otherwise dispose of any money, securities, property, rights or services so acquired for the purposes above mentioned.

(2) To borrow money, and to make, accept, endorse, execute and issue bonds, debentures, promissory notes, and other corporate obligations for monies borrowed, or in payment for property acquired or for any of the purposes of the Corporation, and to secure payment of any such obligation by mortgage, pledge, deed, indenture agreement or other instrument of trust, or by other lien upon assignment of or agreement in regard to all or any part of the property, rights or privileges of the Corporation.

(3) To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares of preferred and common stock, and any other securities of any kind whatsoever, and property, real, personal or mixed, tangible or intangible, all as the Corporation's Board of Directors shall deem advisable and as may be permitted by law.

(4) To provide advice, support, credit, funds, capital, gifts and all other lawful forms of assistance, financial and otherwise, to or for use in business enterprises owned or destined to be owned, by said refugees.

(5) To aid, support, and assist by gifts, contributions, and other lawful forms of assistance other persons or organizations where such assistance will further the primary purposes of this Corporation.

(6) To engage in any and all other activities which will directly or indirectly improve the welfare and economic conditions of refugees.

(7) To exercise all other rights and powers conferred upon corporations formed under the General Nonprofit Corporation Law of the State of Florida, provided, however, that the Corporation shall not engage in any activities or exercise any powers, including those specifically mentioned herein, that are not in furtherance of the specific and primary charitable, educational, scientific purposes of the Corporation.

ARTICLE IV

No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal and state income taxes under Section 501 (c)(3) of the Internal Revenue Code as the same may be amended from time-to-time.

ARTICLE V

The name and addresses of the persons who are appointed to act in the capacity of Directors until the election of their successors are:

Eddie Gbolumah	602 Riverside Drive	Greenacres, FL. 33463
Marlene Gbolumah	602 Riverside Drive	Greenacres, FL. 33463
Barbara Mason	81 Travis Court	Gaithersburg, Md. 22091

A. Directors

The manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, if any, tenure of office, the manner of filling vacancies on the Board, and the manner of calling and holding meetings of the Board of Directors, shall be stated in the Bylaws.

B. Members

The authorized number, if any, and qualifications of members of the Corporation, the different classes of memberships, if any, the property, voting and other rights and privileges of members and their liabilities to dues and assessments and the method of collection, and the termination and transfer of membership, shall be as set forth in the Bylaws.

ARTICLE VI

The name and street address of initial register agent is:
Eddie S. Gbolumah, 602 Riverside Dr. Greenacres, FL 33463

ARTICLE VII

The Corporation is formed solely for charitable, educational and scientific purposes. The Corporation is not organized, nor shall it be operated for the primary purpose of generating pecuniary gain or profit, and it will not distribute any gains, profits, to any individual, except that the Corporation shall be empowered to pay reasonable compensation for services rendered and to make payment and distribution in furtherance of its specific and primary purposes. The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable, educational and scientific purposes, and no part of the profit or net income of the Corporation shall inure to the benefit of any individual.

ARTICLE VIII

World Refugee Association, Inc. hereby agrees to indemnify and hold harmless all duly elected or appointed Officers and duly elected or appointed members of the Board of Directors, against all damages which the Officers or members of the Board of Directors may suffer in the event that legal proceedings of any kind are brought against the corporation, Officers or members of the Board of Directors, individually, collectively, or in any manner whatsoever, which is related to the Officers' or Directors' performance of his or her duties on behalf of the Corporation.

The Corporation agrees to hold harmless the Officers or Directors for any claim which may be asserted against the Corporation, Officers or Directors which may arise from the performance of the Officers' and Directors' respective duties. The Corporation also agrees to maintain an insurance policy with a reputable insurance company, under

which the duly appointed or elected Officers or members of the Board of Directors of the Corporation are the main beneficiaries of the policy. The policy should be sufficient to provide a legal defense to any legal action brought against the Officers or members of the Board of Directors as a result of their service in those capacities.

ARTICLE IX

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of, or provision for payment of, all debts and liabilities of the Corporation, shall be distributed to an organization and used exclusively to accomplish the primary purposes for which this Corporation is organized. If the Corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the appropriate court of the county in which the principal office of the Corporation is then located, exclusively for the aforesaid purposes of the Corporation or to such qualified organization or organizations as said court shall determine.

ARTICLE X

The names and addresses of the Officers of the Corporation are as follows:

NAMES OF OFFICERS AND TITLES

SPECIFIC ADDRESSES

Eddie Gbolumah President

602 Riverside Drive
Greenacres, Fl. 33463

Barbara Mason Secretary/Treasurer

81 Travis Court
Gaithersburg, MD 22091

Marlene Gbolumah Vice President

602 Riverside Drive
Greenacres, Fl. 33463

These Articles of Incorporation may be amended in the manner provided by the bylaws of this Corporation.

The undersigned incorporator has executed these Articles of Incorporation this 23rd
day of November, 1998.

Signature of Incorporator



Eddie S. Gbolumah
Name of Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATION THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1 The name of the corporation is :
WORLD REFUGEE ASSOCIATION, INC.
- 2 The Name and address of the registered agent and office is:

Eddie S. Gbolumah

602 Riverside Dr. Greenacres FL 33463

Having been named as registered agent and to accept service of process the above 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 provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my positions as registered agent.



Signature

11/23/98
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA