

TRANSMITTAL LETTER

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

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-01/04/99--01086--018
****131.25 *****87.50

SUBJECT: EPOCH Cultural Arts Group, Inc.
(Proposed corporate name - must include suffix)

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

ADDITIONAL COPY REQUIRED

FROM: Daphney Antoine
Name (Printed or typed)

7602 SW 7 Place
Address

North Lauderdale, Florida 33068
City, State & Zip

(954) 726-5554 954) 409-5722 VM
Daytime Telephone number

FILED
99 JAN -4 AM 9:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

JAN 6 1999

**ARTICLES OF INCORPORATION
OF
EPOCH Cultural Arts Group, Inc.**

FILED
99 JAN -4 AM 9:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator for the purpose of forming a not for profit Corporation under the provisions of Chapter 617 of the Florida Status, hereby delivers the following Articles of Incorporation for said Corporation to the Department of State of the State of Florida.

ARTICLE I

NAME

The name of the Corporation is

EPOCH Cultural Arts Group, Inc.

ARTICLE II

The purpose for which the corporation is organized are as follows:

A. To receive and to administer funds and to operate exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation and to give funds and property from time to time to other organizations to be used or held for use directly in carrying out one or more such purposes.

B. To acquire, own purchase, lease dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the Corporation.

C. To do such things and to perform such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by Section 501(c)(3) of the code, with all powers conferred on not for profit corporations under the law of the State of Florida

D. A not for profit cultural organization whose purpose is to provide

EPOCH Cultural Arts Group serves as ambassador for Haitian culture, while promoting a heightened sense of awareness and pride. Mostly dedicated to providing conflict resolution and assimilating the American culture through the usage of multicultural and edutainment focus art programs. Ministration is geared toward but not limited to youth of Haitian descent.

EPOCH Cultural Arts Group also serves as an advocate for the introduction and restoration of Haitian arts in an effort to portray the talent, craftsmanship and ingenuity of the Haitian heritage.

ARTICLE III

POWERS

A. The corporation shall possess and exercise all the powers and privileges granted by Chapter 607 and 617 of the Florida Statutes as they now exist or as they may be hereafter amended, or by any other law of Florida applicable in any manner to not for profit corporations limited only by the restrictions set forth in the Articles of Incorporation and in said Chapter 607 and 617 of the Florida Statutes.

B. No part of the net earnings of the Corporations shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private persons, except that 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 the Articles 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE IV

NONSTOCK MEMBERSHIP CORPORATION

The corporation shall be organized as a nonstock membership corporation. Qualifications for members and the manner of their admission to membership in the Corporation shall be as regulated by the Bylaws of the Corporation.

ARTICLE V

BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors, except as may be otherwise provided in these Articles of Incorporation or in the bylaws of the Corporation, as may be otherwise required by any of the provisions of Chapters 607 and 617 of the Florida Statutes as they now exist or as they may be hereafter amended. The number of Directors shall be determined and fixed pursuant to the Bylaws of the Corporation, but shall consist of at least three (3) persons. The manner in which the directors shall be elected or appointed shall be set forth in the Bylaws.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office and Registered Agent of the Corporation is:

Daphney Antoine
7602 Sw 7th Place
North Lauderdale, Florida 33068

The principal office of the corporation shall be at the same address.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The names and address of the persons who are to constitute and serve as the initial Board of Directors of the Corporation are:

Francoise Bellande
21482 Town Lake Dr. Suite 824
Boca Raton, Florida 33486

Marie Romaine Pierre
7602 SW 7 Place
North Lauderdale, Florida 33068

Fabrice Thebaud
8788 NW 18th Court
Coral Springs, Florida 33071

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator executing these Articles of Incorporation is:

Daphney Antoine
7602 SW 7th Place
North Lauderdale, Florida 33068

ARTICLE IX

BYLAWS

The power to adopt, change, amend, and repeal the Bylaws of the Corporation shall be vested solely in the Board of Directors of the Corporation.

ARTICLE X

TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE XI

DISSOLUTION

Upon the dissolution of the Corporation, and subject to the provisions of Section 617.05 of the Florida Statutes as it now exists or as it may be hereafter amended, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all assets of the Corporation, if any, to such organization or organizations existing and operating exclusively for charitable, scientific, literary or educational purposes and at that time qualified as an exempt organization or organizations under Section 501(c)(3) of the Code. Any 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 corporation is located, exclusively for such purposes or such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has hereunto set his hand and seal this 30th day of December 1998, for the purpose of forming this Corporation not for profit under the laws of the State of Florida.

Name  Date December 30, 1998
Incorporator/Registered Agent Daphney Antoine

FILED
99 JAN -4 AM 9:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Names of Incorporator/Registered Agent

**Certificate of Designation of
Registered Agent/Registered Office**

Pursuant to the Provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the State of Florida, submits the following statements in designating the Registered Agent/Registered Office, in the State of Florida.

1. The name of the corporation is: EPOCH Cultural Arts Group, Inc.
2. The name and address of the Registered Agent and Registered Office is:

Daphney Antoine
7602 SW 7th Place
North Lauderdale, Florida 33068

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 statues 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.

Name 
Incorporator/Registered Agent

Daphney Antoine