

N 99000002926

DOUGLAS C. HIGGINBOTHAM

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April 29, 1999

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Corporate Records Division  
Division of Corporations  
Department of State  
PO Box 6327  
Tallahassee, FL 32301

EFFECTIVE DATE  
5/5/99

Re: THE HAITIAN ASSOCIATION FAMILY, INC.  
Articles of Incorporation

Gentlemen:

We enclose herewith original and one executed copy of Articles of Incorporation for THE HAITIAN ASSOCIATION FAMILY, INC., (a not for profit corporation) together with check in the amount of \$78.75 to cover the various fees as follows:

Filing fee	\$35.00
Registered agent designation	35.00
Certified copy	8.75
	<u>\$78.75</u>

Please return one certified copy of the Articles to the undersigned.

Thank you for your cooperation and assistance in the above.

Cordially,

*D C Higginbotham*

D. C. HIGGINBOTHAM

DCH:kfe  
Enclosures

*Kay*  
AUTHORIZATION BY PHONE TO  
CORRECT Article IV  
DATE 5/12/99  
DOC. EXAM [Signature]

FILED  
99 MAY 10 AM 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Signature]*

M. MILLIGAN MAY 12 1999

EFFECTIVE DATE  
5/5/99

**ARTICLES OF INCORPORATION  
OF  
THE HAITIAN ASSOCIATION FAMILY, INC.,  
a not for profit corporation**

The undersigned, for the purpose of forming a corporation not-for-profit under the laws of the State of Florida, Chapter 617, the Florida Not-For-Profit Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

Section 1.1. The name of the corporation shall be:

THE HAITIAN ASSOCIATION FAMILY, INC., a not for profit corporation

**ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS**

Section 2.1. The address of the principal office of this corporation shall be

5205 Hancock Road  
Jacksonville, Florida 32254

**ARTICLE III. PURPOSES**

Section 3.1. Purposes. This corporation is organized for the purpose of transacting any or all lawful activities permitted under the laws of the United States of America and of the State of Florida for a not-for-profit corporation. It is intended that this corporation shall not engage in any activity for pecuniary profit. The primary purpose of this corporation shall be to provide support to the Haitian community.

Section 3.2. Limitations on Actions. All of the assets and earnings shall be used exclusively for the purposes set forth herein, and no part of the earnings of the corporation shall enure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered. 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 any political campaign on behalf of any

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TALLAHASSEE, FLORIDA

candidate for public office.

#### **ARTICLE IV. DIRECTORS**

**Section 4.1. Number.** This corporation shall have no (0) director initially. The number of directors may be increased or diminished from time to time, but shall never be less than the number required by F. S. Section 617.0803(1) or successor provision.

**Section 4.2. Initial Director.** This corporation shall no directors initially.

**Section 4.3. Election.** The directors shall be elected for the term and by the method stated in the corporation's bylaws.

**Section 4.4. Compensation.** The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

**Section 4.5. Indemnification.** The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

#### **ARTICLE V. INITIAL REGISTERED AGENT AND ADDRESS**

**Section 5.1. Name and Address.** The name and street address of the registered agent of this corporation is:

Booz Paul - 5205 Hancock Road, Jacksonville, FL 32254

#### **ARTICLE VI. INCORPORATOR**

**Section 6.1. Name and Address.** The name and street address of the incorporator of this corporation is: Booz Paul, PO Box 60312, Jacksonville, FL 32236.

## **ARTICLE VII. DURATION**

**Section 7.1. Duration.** This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed, corporate existence shall commence upon filing by the Department of State.

## **ARTICLE VIII. MEMBERS**

**Section 8.1. Members.** The members of the corporation shall consist of the persons designated in Article IV as the initial Board of Directors and such other persons as the Board of Directors may elect from time to time.

## **ARTICLE IX. DISSOLUTION**

**Section 9.1. Dissolution.** Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation by distributing the assets to such organization or organizations which, at such time, is or are qualified as an exempt organization under Section 501(c)(3) and which are described in Sections 170(c), 170(b)(1)(A), 2055(a), and 2522(a), as the Board of Directors shall determine. All section references are to the Internal Revenue Code of 1986, as amended.

## **ARTICLE X. BYLAWS**

**Section 10.1. Bylaws.** The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the members or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the members if the members specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE XI. AMENDMENT**

Section 11.1. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal on this 5 day of May, 1999.

  
\_\_\_\_\_  
BOOZ PAUL

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 617.0202 and 617.0501, Florida Statutes, the following is submitted:

THE HAITIAN ASSOCIATION FAMILY, INC., a not for profit corporation desiring to organize or qualify under the laws of the State of Florida hereby designates BOOZ PAUL as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 5205 Hancock Road, Jacksonville, FL 32254.

DATED this 5 day of May, 1999.

  
\_\_\_\_\_  
BOOZ PAUL

FILED  
99 MAY 10 AM 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent 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.

DATED this 5 day of MAY, 1999.

  
\_\_\_\_\_  
BOOZ PAUL