

N 9900004341

CHARTERED LAW FIRM OF
AUBIN WADE ROBINSON
Attorneys at Law

FILED

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9 July 1999

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MAIL REPLY TO:

P. O. BOX 210425
ROYAL PALM BEACH, FL 33421

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

Subject: Haitian Community Alliance Council of South Florida Inc.

Dear Clerk:

Enclosed please find an original and two (2) copy of the articles of incorporation and a check for:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ 35.00
Two Certified Copies	\$ 17.50
TOTAL	\$ 87.50

TELEPHONE:

561.333.8755

FAX:

561.791.7950

EMAIL:

Aubin_Wade_Robinson@Juno.com

Please return all documents to:

Chartered Law Firm of AUBIN WADE ROBINSON
P. O. Box 210425
Royal Palm Beach, FL 33421

Tel: 561.333.8755

Office Locations:

❖ **PALM BEACH:**

Royal Plaza, Esplanade
505 Royal Palm Beach Blvd.
Royal Palm Beach, Florida

❖ **BROWARD:**

Envirwood Executive Plaza, Suite 205
5950 West Oakland Park Blvd.
Fort Lauderdale, Florida

Respectfully,


AUBIN WADE ROBINSON

Aubin Robinson GAVE

AUTHORIZATION BY PHONE TO

CORRECT add title -

DATE ARTICLES OF Incorporation

DOC. EXAM PH

PH 7/21/99 ✓

ARTICLES OF INCORPORATION

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ARTICLE I.

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NAME

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of this corporation is **HAITIAN COMMUNITY ALLIANCE COUNCIL OF SOUTH FLORIDA, Inc.**

ARTICLE II.

STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for general charitable and educational purposes pursuant to the Florida Corporations Not for Profit law set forth in Part 1 Chapter 617 of the Florida Statutes.

ARTICLE III.

GENERAL AND SPECIFIC PURPOSES

(a) The specific and primary purposes for which this corporation is formed to assist within the community through educational interaction and other charitable purposes, by the distribution of its funds for such purposes, and particularly for providing and coordinating charitable and educational programs for economically disadvantaged persons in South Florida including:

1. Educating and informing about health issues affecting people within the Haitian Community.
2. Providing assistance and information about immigration matters.
3. Coordinating with existing programs to provide basic remedial education in english, reading, writing and mathematics to enhance the productivity of people within the community.
4. Providing such other charitable services or programs as maybe needed by persons within the community.

(b) The general purposes for which this corporation is formed are to operate exclusively for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication

or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV. TERM

This corporation shall have a perpetual existence.

ARTICLE V. MEMBERSHIP

The corporation shall have a membership distinct from the Board of Directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

ARTICLE VI. INCORPORATOR(S)

The names and residence addresses of the incorporator(s) this corporation are as follows:
Louis Flantre, 309 South Main Street, Belle Glade, Florida, 33430

ARTICLE VII. LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT.

(a) The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located in the County of Palm Beach at 309 South Main Street, Belle Glade, Florida 33430

(b) The name and address of this corporation's registered agent is:
AUBIN WADE ROBINSON, Attorney
505 Royal Palm Beach Blvd., Royal Palm Beach, FL 33411

ARTICLE VIII. MANAGEMENT OF CORPORATE AFFAIRS

(A) Board of Directors. The Powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall be a minimum of FIVE (5) provided, however, that such number may be changed by a bylaw duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members is held, at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of two years until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at 12 noon on the last Friday of November of each year at the principal office of the corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the Board of Directors are as follows:

Betty Baker, M.D, 38754 State Road 80, Belle Glade, FL 33430; Nerille Joseph, 623 Covenant Dr., Apt C, Belle Glade, FL 33430; Henry Miller, P.O. Box 480, Belle Glade, FL 33430; Gwen Asia-Williams, P.O. Box 0743, Belle Glade, FL 33430; Joseph Jean Clerford, 136 South main Street, Belle Glade, FL 33430; Lt. Albert Dowdell, 40 W Canal St., South, Belle Glade, FL 33430; Pastor Jean Michell, 8875 Eldorado Dr., Pahokee, FL 33476; Tammy Moore, P.O. Box 761, South Bay, FL 33493; Sauveur Pierre, P.O. 109, Immokalee, FL 33143; Gloria Van Brocklin, 136 Main Street, Belle Glade, FL 33430; Franklin Pierre Louis, P.O. Box 101, Belle Glade, FL 33430.

(b) *Corporate Officers.* The Board of Directors shall elect the following officers: president, vice president, treasurer, and secretary, and such other officers as the bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President: Joseph Jean Clerford, 136 South Main Street, Belle Glade, FL 33430 (561-996-0500)

Vice President: Gwen Asia-Williams, P.O. Box 0743, Belle Glade, FL 33430 (561-996-4900)

Treasurer: Gloria Van Brocklin, 136 South Main Street, Belle Glade, FL 33430 (561-996-0500)

Secretary: Geraldine Shelton, 309 South main Street, Belle Glade, FL 33430

ARTICLE IX.

BYLAWS.

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to or new bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefor in the bylaws.

ARTICLE X. DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.


ARTICLE XI. DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XII. AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

The undersigned, being the incorporator(s) of this corporation, and including all the persons herein named as the subscribers of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida have executed these articles of incorporation on: JULY 9 1999.


Signature of Incorporator

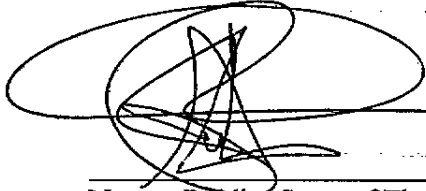
STATE OF FLORIDA)
PALM BEACH COUNTY)

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99 JUL 14 AM 11:24
CLERK OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared **Loius Flantre** and known to me to be the person who executed this foregoing Articles of Incorporation of **HAITIAN COMMUNITY ALLAINCE COUNCIL OF SOUTH FLORIDA, INC.**

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the State and County aforesaid, this 9 day of JULY, 1999.

(Seal)


Notary Public, State of Florida

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 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.


Signature Registered Agent

7/9/99
Date