

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Haiti Development Group, Inc.

PG1000023800

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-03/07/01--01039--023  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Signature \_\_\_\_\_

Requested by: KE

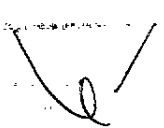
Name \_\_\_\_\_

Date 3/7

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

<input checked="" type="checkbox"/>	Art of Inc. File _____	<b>FILED</b> 01 MAR - 7 PM 1:45 SECRETARY OF STATE TALLAHASSEE, FLORIDA
_____	LTD Partnership File _____	
_____	Foreign Corp. File _____	
_____	L.C. File _____	
_____	Fictitious Name File _____	
_____	Trade/Service Mark _____	
_____	Merger File _____	
_____	Art. of Amend. File _____	
_____	RA Resignation _____	
_____	Dissolution / Withdrawal _____	
_____	Annual Report / Reinstatement _____	<b>RECEIVED</b> DEPARTMENT OF STATE DIVISION OF CORPORATIONS 2001 MAR - 7 AM 10:46 NOT INTENDED TO ACKNOWLEDGE EFFICIENCY OF FILING
<input checked="" type="checkbox"/>	Photo Copy _____	
_____	Certificate of Good Standing _____	
_____	Certificate of Status _____	
_____	Certificate of Fictitious Name _____	
_____	Corp Record Search _____	
_____	Officer Search _____	
_____	Fictitious Search _____	
_____	Fictitious Owner Search _____	
_____	Vehicle Search _____	
_____	Driving Record _____	<b>10:00 AM MAR 07 2001</b>
_____	UCC 1 or 3 File _____	
_____	UCC 11 Search _____	
_____	UCC 11 Retrieval _____	
_____	Courier _____	

ARTICLES OF INCORPORATION  
OF

HAITI DEVELOPMENT GROUP, INC.

The undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be:

HAITI DEVELOPMENT GROUP, INC.

Its business shall be carried out at Miami-Dade County, Florida, or at such other points or places in the State of Florida, the United States or foreign countries as may, from time to time, be authorized by the Board of Directors .

ARTICLE II

The general nature of the business or businesses to be transacted by the Corporation is as follows :

The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes Section 607 et seq.

ARTICLE III

The maximum number of shares of stock this Corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of Common Stock at One (\$1.00) Dollar par value. All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at just valuation to be fixed by the Incorporator or by the Directors at a meeting called for such purpose.

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01 MAR -7 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

#### ARTICLE IV

This Corporation shall begin business with a capital of Five Hundred (\$500.00) Dollars and the undersigned Incorporator does hereby state that there has already been paid into the Corporation on behalf of the subscriber set forth herein the sum of Five Hundred (\$500.00) Dollars.

#### ARTICLE V

This Corporation shall exist perpetually.

#### ARTICLE VI

The principal place of business of this Corporation shall be located in Miami-Dade County, Florida, and may have such other places of business, both within and without the State of Florida and in foreign countries, as may be necessary and convenient.

#### ARTICLE VII

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1) Director, the exact number of Directors to be fixed by the By- Laws of this Corporation. Directors need not be stockholders.

#### ARTICLE VIII

The names and post office address of the first Board of Directors of this Corporation, who shall hold office until the organization meeting of this Corporation, and until his successors are elected and have qualified is :

Pierre Richard DesMornes  
251 NW 25<sup>th</sup> St.  
Miami, Florida 33127

Henry Bernard Flanders  
251 NW 25<sup>th</sup> St.  
Miami, Florida 33127

## ARTICLE IX

The offices to be held by the above named Directors are as follows :

Pierre Richard DesMornes	President, Treasurer
Henry Bernard Flanders	Vice-President, Secretary

The name and post office address of the subscriber of these Articles of Incorporation, and a statement of the number of shares of stock which they agree to take is as follows :

NAME	ADDRESS	SHARES	VALUE
Pierre Richard DesMornes	251 NW 25 <sup>th</sup> St. Miami, Florida 33127	500	\$500.00
Henry Bernard Flanders	251 NW 25 <sup>th</sup> St. Miami, Florida 33127	500	\$500.00

The address of the corporation shall be :

251 NW 25<sup>th</sup> St.  
Miami, Florida 33127

## ARTICLE X

The name and address of the initial registered agent is :

Ronald S. Asnes, Esq.  
400 SW Boca Raton Blvd., Suite 202  
Boca Raton, FL 33432

ARTICLE XI

The provisions of this Charter, and each and every article and section hereof, and the Bylaws of this Corporation shall be considered a part of every contract and the transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

ARTICLE XII

The commencement of Corporate existence shall be on filing the Articles of Incorporation by the Department of State.


IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 28<sup>th</sup> day of February, 2001.

  
Henry Bernard Flanders

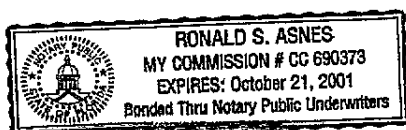
STATE OF FLORIDA                    )  
  ) ss:  
COUNTY OF Dade                    )

Before me, the undersigned authority, personally appeared Henry Bernard Flanders to me, well known to be the person described in or who presented N/A as identification, and who executed and subscribed the foregoing Articles of Incorporation and he acknowledged, before me, that he executed the same and subscribed to the same for the purposes therein expressed.

Witness my hand and official seal at Miami, Dade  
County, Florida, this 28<sup>th</sup> day of February, 2001.

  
Notary Public  
Ronald S. Asnes

My Commission Expires:



**HAITI DEVELOPMENT GROUP, INC.**

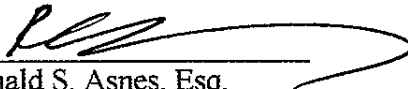
**CERTIFICATE DESIGNATING REGISTERED AGENT UPON WHOM PROCESS  
MAY BE SERVED WITHIN THIS STATE**

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted, in compliance with said Act:

First, that Haiti Development Group, Inc., a Florida corporation qualified to do business under the laws of this State, with its principal office at Miami-Dade County, Florida, has appointed Ronald S. Asnes, Esq., 400 SW Boca Raton Blvd., Suite 202, Boca Raton, Florida 33432 as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

2/28/01  
Date

By:   
Ronald S. Asnes, Esq.  
Resident Agent

**FILED**  
01 MAR -7 PM 1:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA