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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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09/14/05--01023--004 \*\*70.00

## COVER LETTER

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

SUBJECT: MULTI CULTURAL DAYCARE CENTER  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: EMMANUEL LAMY

Name (Printed or typed)

2202 CURRY FORD RD., SUITE B

Address

ORLANDO FL 32806-2478

City, State & Zip

(407) 898-0152

Daytime Telephone number

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

# Articles of Incorporation

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TALLAHASSEE, FLORIDA

## Article I: Name of the corporation

The name of the corporation shall be: Multi Cultural Daycare Center, Inc.

## Article II: Business purposes & location

The corporation has been formed in order to organize and operate a daycare center at one of the facilities of the First Haitian Baptist Church of Orlando, Inc., located at the following address:

4701 Lenox Boulevard  
Orlando FL 32811

First Haitian Baptist Church of Orlando, Inc., and Emmanuel Lamy have agreed to join their resources to elaborate an early learning program setting that shall take into account the cultural environment at home, of the Hispanic-American and Haitian-American children in our community. First Haitian Baptist Church of Orlando shall make available a 4900 square feet hall (70' X 70') for the development of the program, and Emmanuel Lamy shall provide the technical skills and structures necessary to the implementation of the program. First Haitian Baptist Church of Orlando, Inc., and Emmanuel Lamy have furthermore agreed to equally endorse the initial funding of the project. The principal office of the corporation shall be at the same location, and the mailing address:

P.O. Box 585857  
Orlando FL 32858-5857

## Article III: Shares and initial subscriptions

The corporation shall issue a total of 30,000 shares, initially valued at \$1.00/share, of which First Haitian Baptist Church subscribes for 15,000 and Emmanuel Lamy for 15,000.

Subscriptions are due upon registration of the corporation with the Florida department of state, and the funds shall be deposited in the corporation bank account as soon as the federal tax authorities have issued a Federal Employer Identification Number to the corporation, and the corporation can open its own account.

#### **Article IV: Election of preemptive rights**

The shareholders elect to exercise preemptive rights to acquire the corporation unissued or treasury shares, notwithstanding the rights to assign unissued shares to active officers and employees of the corporation as incentives or compensation for services. Assignment of the corporation's unissued or treasury shares, however, is subject to unanimous votes of the shareholders.

#### **Article V: Officers, board of directors & corporate council**

The daily business of the corporation shall be administered by corporate officers appointed by the shareholders. The corporate office team shall include:

- A. A president
- B. A vice-president
- C. A secretary
- D. A treasurer

Descriptions of those functions are set in the corporation bylaws. For the time when the number of shareholders does not exceed 100, the corporation shall not be using the service of a board of directors. Instead, a corporate council, under the direction of the president, acting as council chairman, shall take to votes the corporate decisions. The corporate council is vested with all the prerogatives, rights, and obligations associated with the functions of a board of directors. The council shall comprise the active corporate officers, and may include other shareholders' delegates. The shareholders shall elect corporate officers and council delegates during the annual shareholders meeting, according to the rules defined in the corporation bylaws. Whenever the number of

shareholders reaches 101, the shareholders shall convoke a special meeting to elect directors and form the board of directors which, then, shall take over the corporate council

The initial officers of the corporation, as appointed by the shareholders are:

1. Rev. Antoine Villard Fils-Aimé, president  
2201 Kingsland Avenue  
Orlando FL 32808
2. Mrs Marie-Rose Lamy, vice-president  
2202 Curry Ford Rd., Suite B  
Orlando FL 32806-2478
3. Emmanuel Lamy, secretary  
2202 Curry Ford Rd., Suite B  
Orlando FL 32806-2478
4. Elange Guerilus, treasurer  
4701 Lenox Boulevard  
Orlando FL 32811

**Article VI: Corporation registered office and register agent**

The corporation initial registered agent, and address of the registered office shall be:

Emmanuel Lamy  
2202 Curry ford Rd., Suite B  
Orlando FL 32806-2478

**Article VII: Name and address of the incorporators**

The name and address of each incorporator are listed below:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- A. Incorporator No. 1  
Emmanuel Lamy  
2202 Curry Ford Rd., Suite B  
Orlando FL 32806-2478
- B. Incorporator No. 2  
Rev. Antoine Villard Fils-Aimé  
2201 Kingsland Avenue  
Orlando FL 32808

**Article VIII: Amendments**

This article of incorporation, the corporation bylaws, and any subsequent similar instruments, shall be amended only if unanimously voted by the shareholders.

**Registered agent statement**

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

Registered Agent Signature

Date

Incorporator No. 1 signature

Date

Incorporator No. 2 signature

Date