

**SOLIDARITÉ INTERNATIONALE POUR LA MODERNISATION D'HAITI, INC.**  
**D/B/A HAITIAN INTERNATIONAL GROUP**

**PROSPECTUS**

**HAITIAN INTERNATIONAL GROUP** is a Business Corporation organized in accordance with the General Corporation Laws of the State of New York.

**TERM:** The Corporation began on July 1, 2004 and shall continue perpetually unless earlier terminated by decision of the Board of Directors with the approval of all the Shareholders.

**MISSION:** Our mission is to be an alternative source of funding; a medium through which Haitians, citizens of Haitian ancestry worldwide will be able to safely invest in government and private sectors projects and programs - usually avoided by other lenders and venture capitalists - that are capable of generating sustained job growth and creating wealth; to make money for our shareholders; to be an innovator in all areas of learning, growth and human development. We will also endeavor to foster constant dialogue among Haitians and work diligently to introduce the newest technologies that will allow Haiti to meet the challenges of the dynamic world of today.

**OBJECTIVES:**

The Group's immediate objectives are:

To set up a Haitian Development Fund that will invest primarily in government and private projects and also advocate investments in socially responsible projects such as: building Vocational and Professional schools, opening Credit Unions, Public Libraries and Community Care Development Centers whose primary functions will be to offer various low-cost services to the people in their respective areas;

to *interest* and persuade Haitians, Haitian-Americans, Investors, International lending Institutions and venture capitalists to Finance and Invest in various projects that are being undertaken by the Haitian government, private enterprises, associations, individuals and groups of individuals. The Group will also work earnestly to find and offer possible sources of grants and other advantageous funding sources worldwide.

The Group's other important objectives are:

To open a Multi-purpose Resource Center (the Center), the centerpiece of its efforts to contribute to the advancement and modernization of Haiti. The Center will be a gathering place for all individuals, Corporations, Foundations, Government agencies, Municipalities and other Organizations whose main objectives are to help Haiti. Moreover, the Center will be available for all kinds of social events/functions capable of generating sufficient revenues to cover its maintenance costs as well as provide a decent return to the shareholders;

to create a Think Tank comprised of various professionals and individuals from all walks of life whose task will be to develop a Databank. The Databank will be made available to the government, private institutions and individuals who need reliable data to make sound decisions that will have an immediate impact on the lives of the people of Haiti.

**INVESTMENT STRATEGIES:**

**HAITIAN INTERNATIONAL GROUP** will allocate its portfolio as follows:

1) 80% of the funds will be utilized mostly in Haiti to finance:

- A Financing entity ;
- Government, Private projects / programs and profitable consumer-oriented businesses ;
- And various profitable investment ventures, in other parts of the world, that will help create much needed jobs for the population while providing a good return on our investment.

2) 20% will be kept in North America and invested:

- in obligations issued and/or guaranteed as to principal and interest by the United States Government or by its agencies and instrumentalities;
- in municipal obligations of any maturity whose interest is exempt from federal income tax ;
- and in high quality, short-term money market instruments that present minimal risks.

### **INVESTMENT RESTRICTIONS:**

To the extent that its assets are not invested in profitable and socially-responsible programs / projects in Haiti, management will maintain its funds in securities and obligations issued by the United States government, by municipalities and in high quality money market instruments. Investments in programs / projects shall be subject to the following restrictions: for amounts up to \$100,000.00, the decision to approve will be made at the discretion of the Executive Committee, however, for amounts over \$100,000.00 and up to \$1,000,000.00, the decision to approve will have to be ratified by a simple majority of the investors through a secret ballot; for amounts over \$1,000,000.00, the decision to approve will be ratified by a two-third majority of the investors, again, through a secret ballot. If the votes are even, the president of the Executive Committee will cast the deciding vote.

### **INVESTMENT RISKS:**

Although Haitian International Group seeks to preserve the value of its investments, its performance may be hurt by certain risks which could result from falling interest rates, poor security/investment selection, poor credit extension, foreign currency fluctuations, exchange control regulations, changes in government economic or monetary policy in the U.S or abroad or other political and economic factors. Therefore, when you redeem your shares they may be worth more or less than what you paid for them.

An investment in Haitian International Group is not a bank deposit and is not insured or guaranteed by the United States Federal Deposit Insurance Corporation or any other government agency.

The Securities and Exchange Commissions has not approved or disapproved the shares of stock of HIG nor has it determined that this prospectus is accurate.

### **MANAGEMENT**

**HAITIAN INTERNATIONAL GROUP** is run by a Board of directors composed of seven members: a Chairman of the Board, two Vice-presidents, a Treasurer, a Secretary and two advisers. To be eligible to serve on the Board of directors, a person must commit to purchase at least one (1) share of Haiti International Group and up to the maximum allowed under the rules and regulations. The Board of Directors will delegate day-to-day operations to an Executive Committee. The members of the Executive Committee are nominated at the Annual Shareholders' meeting for a period of three (3) years to allow them to carry on the policies and objectives of THE GROUP. These members are: the Chief Executive Officer, the two Vice-presidents, the Treasurer, the Secretary, the Controller, and the legal Advisor.

**Salaries:** No member of the Board of Directors shall be compensated for services rendered to the corporation except reimbursement for expenses. No officer of the Executive Committee shall receive any salary unless provided or authorized by the Board of Directors. No officer shall be prevented from receiving a salary by reason of the fact that he/she is a director.

**Bonding:** all signatories of Haitian International Group shall be covered by a fidelity Bond.

## **HOW CAN ONE PARTICIPATE IN THIS CHALLENGING VENTURE?**

### **Become an INVESTOR**

By purchasing at least one (1) share of Haitian International Group stock, you will not only strengthen its investment potential but you will also have an opportunity to participate actively in various socially-responsible programs that can have an immediate impact on the lives of the Haitian population.

## **HOW TO PURCHASE SHARES OF HAITIAN INTERNATIONAL GROUP?**

Shares may be purchased by completing and mailing a Stock Purchase Application to Haitian International Group. Payment for the shares can be made as follows:

- By paying \$10,000 US for the purchase of one (1) full share of stock or :
- By make installments within an eight-months (8-months) period based on the following schedule :
  - Two (2) installments of 5000.00\$ US every three-months (3-months) ;
  - Three (3) installments of 3,335.00\$ US every two-months (2-months) ;
  - Four (4) installments of 2500.00\$ US every two-months (2-months).

Subsequent investments of \$2,000.00 or more may be made by mail directly to Haitian International Group, with a check, a money order or by telephone with a credit card. However, that no investor shall purchase more than fifteen (15%) of the number of shares outstanding except by expressed consent of the Board of Directors of a written request submitted by the Executive Committee. Share Certificates (your Proof of Ownership) shall be issued promptly upon payment of one (1) full share. No shares shall be issued for amounts below \$10,000.00 US.

## **INFORMATION CONCERNING INVESTMENTS IN HAITIAN INTERNATIONAL GROUP**

**HAITIAN INTERNATIONAL GROUP** is authorized, under the General Corporation Laws of the State of New York, to issue 1,000 shares of No-par common Stock. But it will seek to increase the authorized number of shares to 500,000. Subsequent investments of \$2,000.00 or more may be made by mail directly to Haitian International Group, provided,

## **OTHER INFORMATION CONCERNING SHARES OF HAITIAN INTERNATIONAL GROUP**

### **Net Asset Value**

The net asset value of shares of Haitian International Group shall be determined as of the end of the year.

### **Net Income, Dividends and Capital Gains Distributions**

Substantially all of the net investment income from dividends and interest (if any) of Haitian International Group will be paid to its shareholders at least annually (in the month of April of the following year) as a dividend.

### **Description of Shares, Voting Rights**

All shares of Stock participate equally in the earnings, dividends and assets. Shares when issued are fully paid. Shareholders are entitled to one vote for each whole share held.

### **Additional Benefits**

Shareholders of Haitian International Group will enjoy the following privileges: a) Opportunity to invest in other projects before the general public; b) Discounts on most services offered by the Group.

### **Redemption of Shares**

Investors should be aware of the fact that their funds will be frozen for a period of five (5) years and that no distributions or dividends will be declared by the Board of Directors until after the fifth year of operations. This policy is to ensure that Haitian International Group will have enough working capital to reach its objectives.

After the waiting period, shareholders may redeem all or any portion of their shares at the net asset value - as of the end of the previous quarter - after a Redemption Request in proper form is furnished by the shareholder to Haitian International Group. The proceeds of redemption normally will be paid within seven (7) business days after a Redemption Request has been received by Haitian International Group. If an investor wants to redeem its shares prior to the waiting period, 20% of the value of the shares as of the time of redemption will be deducted.

The Value of shares redeemed may be more or less than the shareholder's cost, depending on portfolio performance during the period the shareholder owned his / her shares. Redemptions of shares are taxable events on which the shareholder may recognize a gain or loss. Haitian International Group will make all payments by check.

### **TAX MATTERS:**

Each prospective investor should consult with his own tax advisers as to the tax status of distributions from Haitian International Group in his own state and locality.

All distributions from Haitian International Group may be subject to respective state and local taxes.

### **REPORTING AND ACCOUNTING**

- The reporting year of the company shall be the calendar year.
- The company shall maintain adequate accounting records. The annual financial statements and the tax return of the company shall be prepared in accordance with such methods of accounting as determined by its shareholders. All books, records and accounts of the company shall be open, at reasonable business hours, to inspection by any members / shareholders.
- The financial statements of the company shall be sent to members / shareholders within 110 days following the close of the calendar year.
- Good accounting and internal controls shall be put in place to safeguard funds that are entrusted with the company. The credit worthiness of borrowers shall be investigated before any loans are granted and investments are made.

### **TERMINATION OF THE GROUP**

Haitian International Group may be dissolved:

- If the corporation loses more than seventy percent of its value ;
- If the management, in bad faith, assigns, transfers, pledges, mortgages, sells all or part of the assets of the corporation to any other administrator or any other person whomsoever, or enters into any agreement as the result of which any person or persons not a shareholder shall benefit, or any other act contrary to corporate policies and procedures ;
- If the management does any act detrimental to the interests of the corporation or which would make it impossible to carry on the business or affairs of the corporation.

The corporation shall be dissolved during a general shareholders' meeting that will be called by either the President or in his absence by the vice-president or by the shareholders owning the largest number of shares or jointly. Thereafter, the corporation shall be terminated by the payment of all its debts and liabilities and the distribution of the remaining assets either in cash or in kind to the partners or their personal representatives in proportion to the number of shares owned.

### **OTHER INFORMATION**

An application form to purchase shares of stock of HAITIAN INTERNATIONAL GROUP will be furnished upon request. All inquiries should be sent to:

**HAITIAN INTERNATIONAL GROUP  
40-02 BOWNE STREET, PMB 147  
FLUSHING, N.Y. 11354, USA**

Our office telephone numbers are: (917) 498-4962 / (312) 735-6297.