

P95000010683



February 1, 1995

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President
Hoseda Butler, Jr.
Secretary
Vernbert C. Anderson
Treasurer

Members

Cornelius E. Allen
Reginald Clyne, Esq.
I. Willard Fox
Ronald E. Frazer
Howard V. Gary
Howard Hadley, Jr., M.D.
John A. Hall
George E. Hepburn, Jr.
George I. Knox, Esq.
Ken Mason
Congresswoman Carrie P. Meek
Garth C. Reeves
Nail Robinson
Dorothy Stewart
Karen Johnson Street
Elaine H. Black
Executive Director

**RE: Articles of Incorporation -
(1) R. N. POWER, INC.**

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-02/07/95--01032--012
****122.50 ****122.50

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporations, Certificates Designating Place of Business and Registered Agent, check #504 in the sum of one hundred twenty-two dollars and fifty cents (\$122.50) to cover the filing fee.

Please file both the Articles and Certificate of Designation for the corporation and return a file-marked, certified copy of each document to the following:

**WILLIAM C. YOUNG, JD, CPA
TOOLS FOR CHANGE
6255 N.W. 7th Avenue
Miami, Florida 33150**

Thank you for your attention to this matter.

Sincerely,

William C. Young, JD, CPA

Encls.

FILED
1995 FEB -6 PM 2:29
TALLAHASSEE, FLORIDA

BAB
2/08/95
P95-10683

**TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.**

6255 N.W. 7th Avenue • Miami, FL 33150 • Telephone: (305) 751-8934 • Facsimile: (305) 751-1619

ARTICLES OF INCORPORATION

OF

R. N. POWER, INC.

FILED
1995 FEB -6 PM 2:29
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned incorporator, for the purpose of forming corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is R. N. POWER, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is at 19070 N.W. 57th AVENUE, APT. 303, HIALESAH, Florida 33015.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All

stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 19070 N.W. 57th AVENUE, APT 303, HIALEAH, Florida 33015, and the registered agent at that office is ALTHEA H. MALONE.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have TWO (2) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

ALTHEA H. MALONE
19070 N.W. 57th AVENUE,
APT. 303,
HIALEAH, FLORIDA 33015

LARRY SCOTT
13499 BISCAYNE BLVD.,
#711,
NORTH MIAMI, FLORIDA 33181

ARTICLE IX: INCORPORATOR

The incorporators of the Corporation is as follows:

ALTHEA H. MALONE
19070 N.W. 57th AVENUE
APT. 303,
HIALEAH, FLORIDA 33015

LARRY SCOTT
13499 BISCAYNE BLVD.,
#711,
NORTH MIAMI, FLORIDA 33181

IN WITNESS WHEREOF, WE, ALTHEA H. MALONE and LARRY SCOTT, the undersigned incorporators, have signed these Articles of Incorporation on this 31st day of January, 1995 and acknowledged the same to be my act.

Althea H. Malone
ALTHEA H. MALONE

Larry Scott
LARRY SCOTT

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was sworn to before me this 31st day of January, 1995 by ALTHEA H. MALONE and LARRY SCOTT, who personally appeared before me at the time of notarization, and who is personally known to me or who has produced a Florida Driver's License as identification.



OFFICIAL SEAL
AUDREY HADLEY
My Commission Expires
March 15, 1997
Comm. No. CC 266169

NOTARY PUBLIC:
SIGN: Audrey Hadley
PRINT: Audrey Hadley
STATE OF FLORIDA AT LARGE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

FILED
1995 FEB-6 PM 2:29
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That R. N. POWER, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of HIALEAH, County of Dade, State of Florida, has named ALTHEA H. MALONE located at 19070 N.W. 57th AVENUE in the City of HIALEAH, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

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.

BY: Althea H. Malone
ALTHEA H. MALONE

DATE: 1-30-95