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February 20, 2001

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President

Rosea Butler, Jr.
Secretary

Verbert C. Anderson
Treasurer

Members

Cornelius E. Allen

Reginald Clyne, Esq.

Willard Fair

John A. Hall

Ken Mason

Congresswoman Carrie P. Meek

Garth C. Reeves

Neill Robinson

Dorothea Stewart

David L. Wilson

E'aine H. Black,
Executive Director

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-02/26/01--01005--024
*****70.00 *****70.00

Subject: Articles of Incorporation to be filed.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificates Designating Place of business, and a check and/or a money order for filing fees for the following:

No.	Company Name	CHK/MO #	Amount
1.	CMB Visions Unlimited, Inc.	02316973656	\$70.00
2.	Health Information Services, Inc.	02674545322	\$70.00
3.	BTA Company	02318997914	\$70.00
4.	Khris-Mike Enterprises	2154	\$70.00
5.	The John Morgan Company, Inc.	06-193689468	\$70.00

Please file both the Articles and Certificate of Designation for the corporation.

Sincerely,

 Esq.

Crystal M. Connor, Esq.

Legal Department

TOOLS FOR CHANGE

BLACK ECONOMIC DEVELOPMENT COALITION, INC.

ARTICLES OF INCORPORATION

OF

THE JOHN MORGAN COMPANY, INC.

FILED

01 FEB 23 PM 1:03

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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

ARTICLES I: NAME OF THE CORPORATION

The name of the corporation is **JOHN MORGAN COMPANY, INC.** hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is **1350 Northwest 173rd Terrace, Miami, Florida 33169.**

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 **1350 Northwest 173rd Terrace, Miami, Florida 33169.**; and the registered agent at that office is **ELSIE JONES FERGUSON.**

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director(s) constituting the initial Board of Directors. The number of director(s) may be increased or decreased from time to time by the bylaws.

The initial Board of Director(s) of the Corporation shall be comprised of:

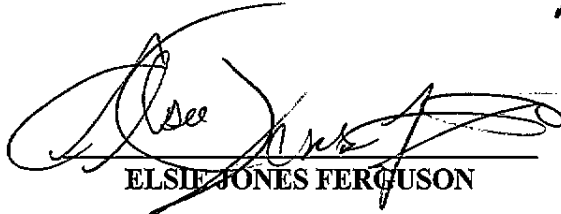
ELSIE JONES FERGUSON
1350 Northwest 173RD Terrace
Miami, Florida 33169

ARTICLE IX: INCORPORATOR

The incorporators of the Corporation are as follows:

ELSIE JONES FERGUSON
1350 Northwest 173RD Terrace
Miami, Florida 33169

IN WITNESS WHEREOF, I, **ELSIE JONES FERGUSON**, the undersigned incorporator, have signed these Articles of Incorporation on this 15th day of February, 2001, and acknowledged the same to be my act.


ELSIE JONES FERGUSON

STATE OF FLORIDA)

COUNTY OF DADE)

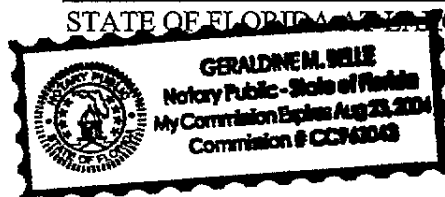
The foregoing instrument was acknowledged before me this 15th day of February, 2001 by, **ELSIE JONES FERGUSON** who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA DRIVER'S LICENSE as identification.

NOTARY PUBLIC:

SIGN: 

PRINT: Geraldine M. Belle

STATE OF FLORIDA - NOTARY PUBLIC



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

FILED
01 FEB 23 PM 1:03
SECRETARY OF STATE
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 **THE JOHN MORGAN COMPANY, 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
Miami, County of Dade, State of Florida, has named **ELSIE JONES FERGUSON** , at **1350**
Northwest 173RD Terrace, in the City of Miami, County of Miami-Dade, State of Florida, as its
agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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:


ELSIE JONES FERGUSON

DATE:

February 15, 2001