

**TFC** *P01000087989*

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**BOARD OF DIRECTORS**  
Officers  
Dr. Roy Phillips  
President  
Hosea Butler, Jr.  
Secretary  
Verbert C. Anderson  
Treasurer  
Members  
Reginald Clyne, Esq.  
John A. Hall  
Congresswoman Carle P. Meek  
Garth C. Reeves  
Dorothea Stewart  
Elaine H. Black  
Executive Director

August 31, 2001

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

Subject: **Articles of Incorporation to be filed.**

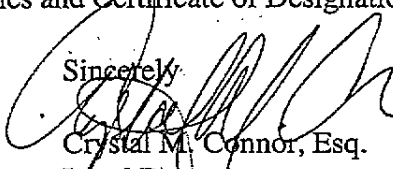
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-09/06/01--01071--022  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Mrs. Brown:

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

No	Company Name	CK/MO #	Amount
1.	Southern Empire Entertainment, Inc.	06-461691395	\$78.75
2.	Al-Huda	06-461691463	\$78.75
3.	Software for U, Inc.	****	****
4.	African American Performing Arts Community Theatre, Inc.	1233	\$78.75
5.	Black Mask Theatre, Inc.	1234	\$78.75
6.	AWB Building and Lawn Maintenance, Inc.	03476599424	\$78.75
7.	Vashti, Inc.	396651	\$78.75
	<b>TOTAL</b>		<b>\$472.50</b>

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

Sincerely  
  
Crystal M. Connor, Esq.  
Legal Department

Encls.

**TOOLS FOR CHANGE**  
**BLACK ECONOMIC DEVELOPMENT COALITION, INC.**  
6015 N.W. 7th Avenue • Miami, FL 33127 • (305) 751-8934 • Fax (305) 751-1619  
E-mail: [ffc@ffc.org](mailto:ffc@ffc.org) • Web Site: <http://www.ffc.org>

**D. BROWN SEP - 7 2001**

**ARTICLES OF INCORPORATION**  
**OF**  
**BLACK MASK THEATRE ENSEMBLE, INC.**

FILED  
01 SEP -6 AM 9:33  
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 BLACK MASK THEATRE ENSEMBLE, INC. hereinafter referred to as the "Corporation".

**ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office is 1832 NW 59<sup>th</sup> Street Miami, FL 33142 and the mailing address of the Corporation is P.O. BOX OFFICE 472451 MIAMI, FL 33247-2451

**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 1832 NW 59<sup>th</sup> Street, Miami, FL 33142; and the registered agent at that office is **THEODORE R. HARRELL, JR.** .

#### **ARTICLE VIII: INITIAL BOARD OF DIRECTORS**

The Corporation shall have **three(3)** 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:

**Theodore R. Harrell, Jr.**  
1832 NW 59<sup>th</sup> Street  
Miami, FL 33142

**Andre L. Gainey**  
1221 NW 33<sup>rd</sup> Street  
Miami, Florida 33142

**John Pryor**  
1905 NW 171 st Street  
Miami, FL 33056

**ARTICLE IX: INCORPORATOR**

The incorporators of the Corporation are as follows:

**THEODORE R. HARRELL, JR.**  
1832 NW 59<sup>th</sup> Street  
Miami, FL 33142

IN WITNESS WHEREOF, I **THEODORE R. HARRELL, JR.**, the undersigned incorporator,  
have signed these Articles of Incorporation on this 30<sup>th</sup> day of August, 2001, and  
acknowledged the same to be my act.

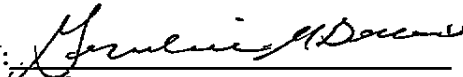
  
**THEODORE R. HARRELL, JR.**

STATE OF FLORIDA )

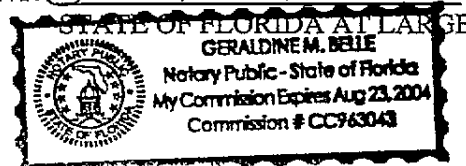
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of August, 2001 by  
**THEODORE R. HARRELL, JR.** 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



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

FILED  
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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 **BLACK MASK THEATRE ENSEMBLE, 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 Pembroke Pines, County of Broward, State of Florida, has named **THEODORE R. HARRELL,  
JR.**, at **1832 NW 59<sup>th</sup> Street**, in the City of Miami, County of 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: 

**THEODORE R. HARRELL, JR.**

DATE: August 30, 2001