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FILED
02 JAN 28 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 24, 2002

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

000004830710--2
-01/28/02--01056--011
*****78.75 *****78.75

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

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.	D+D CONSULTING ASSOCIATES	LETTER ATTACH.	LETTER ATTACHED
2.	LIONESS ENTERPRISES, INC	06-459707340	\$ 78.75
3.	D' RACKARD, INC	03822604495	\$ 78.75
4.	W. B.'S WOODS CONSTRUCTION CO.	038226045-85	\$ 78.75
5			
6			
	TOTAL		\$ 236.25

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

Sincerely

T. Bennett
Trecia Bennett
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 • Web Site: <http://www.ffc.org>

02/1/30

ARTICLES OF INCORPORATION

OF

LIONESS ENTERPRISES, INC.

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CLERK 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 **LIONESS ENTERPRISES, 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 **8625 Claridge Drive, Miramar, FL 33025.**

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 **8625 Claridge Drive, Miramar, FL 33025** ; and the registered agent at that office is **VANESSA MCBEE**.

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:

VANESSA MCBEE
8625 Claridge Drive,
Miramar, FL 33025

ARTICLE IX: INCORPORATOR

The incorporators of the Corporation are as follows:

VANESSA MCBEE
8625 Claridge Drive,
Miramar, FL 33025

IN WITNESS WHEREOF, I, **VANESSA MCBEE** the undersigned incorporator, have signed these Articles of Incorporation on this 22 day of JANUARY, 2002, and acknowledged the same to be my act.


VANESSA MCBEE

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 22nd day of January, 2002 by, **VANESSA MCBEE** 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 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

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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 **LIONESS ENTERPRISES, 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 Miramar,
County of Broward, State of Florida, has named **VANESSA MCBEE**, at 8625 Claridge Drive, in the
City of Miramar, County of Broward, 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: _____

VANESSA MCBEE

DATE: _____

1/22/02