

P02000024326

PLEASE RETURN CERTIFIED COPIES TO:

305-751-8934 / 305-751-1614 (FAX)
Black Economic Dev. Coalition d/b/a
Tools For Change
6015 NW 7th Avenue
Miami, FL 33127

FEBRUARY 28, 2002

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

200005043782--9
-03/05/02--01045--016
*****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. | [REDACTED] | MR85343023729 | \$ 78.45 |
| 2. | SUNSHINE COASTAL MEDICAL BILLING | 03824888051 | \$ 78.75 |
| 3. | | | |
| 4. | | | |
| 5. | | | |
| 6. | | | |
| | TOTAL | | \$157.50 |

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

Sincerely

Trecia Bennett
Trecia Bennett
Legal Department

Encls.

FILED
02 MAR -5 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OB 3/6 ✓

ARTICLES OF INCORPORATION

OF

SM DANIEL & ASSOCIATES, INC.

FILED
02 MAR -5 PM 12:01
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 **SM DANIEL & ASSOCIATES, 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 **118 Allen Road, Hollywood, FL 33023.**

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 **118 Allen Road, Hollywood, FL 33023** ; and the registered agent at that office is **SONYA M. DANIEL**.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) 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:

EUGENE G. CLENDINEN
16045 Selborne Drive
San Leandro, CA 94578

ORTHAN BAILEY
16 Oxford Lane,
Harriman, NY 10926.

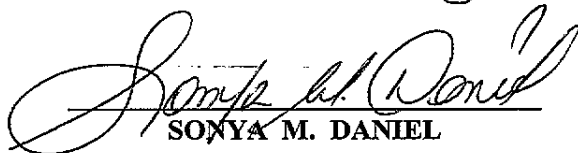
VERTILEE B. DANIEL
216 Two Williams
St. Croix, VI 00841

ARTICLE IX: INCORPORATOR

The incorporators of the Corporation are as follows:

SONYA M. DANIEL
118 Allen Road,
Hollywood, FL 33023.

IN WITNESS WHEREOF, I, **SONYA M. DANIEL** the undersigned incorporator, have signed these Articles of Incorporation on this 26th day of February, 2002, and acknowledged the same to be my act.


SONYA M. DANIEL

STATE OF FLORIDA)

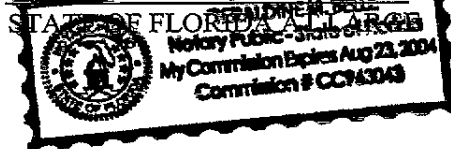
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 26th day of February, 2002 by, **SONYA M. DANIEL** 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: 



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

FILED
02 MAR -5 PM 12:01
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:

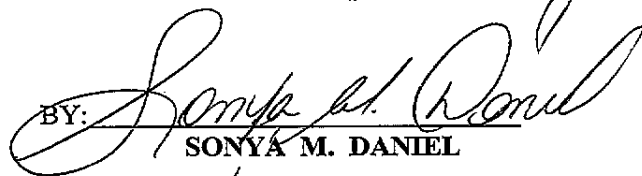
First--That **SM DANIEL & ASSOCIATES, INC.**, desiring to organize under the laws of
the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of
HOLLYWOOD , County of BROWARD, State of Florida, has named **SONYA M. DANIEL**, at 118
ALLEN ROAD, in the City of HOLLYWOOD, 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:


SONYA M. DANIEL

DATE:

2/26/02