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05 SEP 15 AM 10:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9/16/05  
BWK



DATE: September 13, 2005

**BOARD OF DIRECTORS**  
**Officers**

Dr. Roy Phillips  
President

Hosea Butler, Jr.  
Secretary

Verbert C. Anderson  
Treasurer

**Members**

Reginald Clyne, Esq.

Gerald C. Grant, Jr.

Congresswoman Carrie P. Meek

Garth C. Reeves

Dorothea Stewart

Elaine H. Black  
Executive Director

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

Dear Sir or Madam:

Enclosed please find an original and a copy of the Articles of Incorporation, and Certificate Designating Places of Business, and a check or money order for filing fees for the following:

Company name	CK/MO#	Amount
K SUMMERHOUSE DAY SPA, INC.	3030292	\$78.75

Please file both the Articles and certificates for the Designation for the corporation and return a certified copy of each document to the following address:

WILLIAM C. YOUNG  
Tools for Change  
Black Economic Development Coalition, Inc.  
6015 NW 7<sup>th</sup> Ave.  
Miami, FL 33127

Please feel free to contact me with any further questions.

Sincerely,

WILLIAM C. YOUNG  
Tools For Change

**ARTICLES OF INCORPORATION**

**OF**

**K SUMMERHOUSE DAY SPA, INC.**

FILED

05 SEP 15 AM 10: 25

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 **K SUMMERHOUSE DAY SPA, INC.** hereinafter referred to as the "Corporation".

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

The mailing address and principal office of the corporation is **17310 NE 3<sup>RD</sup> AVENUE, NORTH MIAMI BEACH, FLORIDA 33162-1839.**

**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 **17310 NE 3<sup>RD</sup> AVENUE, NORTH MIAMI BEACH, FLORIDA 33162-1839**; and the registered agent at that office is **KELLY D. RODRIGUEZ**.

#### **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:

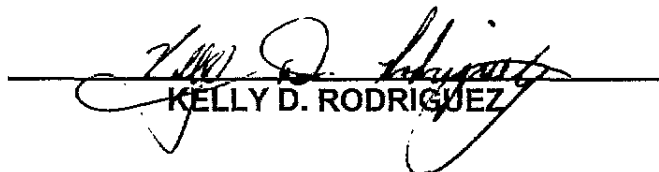
**Kelly D. Rodriguez**  
17310 NE 3<sup>rd</sup> Avenue  
North Miami Beach, Florida 33162-1839

#### **ARTICLE IX: INCORPORATOR**

The incorporator(s) of the Corporation are as follows:

**KELLY D. RODRIGUEZ**  
17310 NE 3<sup>rd</sup> Avenue  
North Miami Beach, Florida 33162-1839

IN WITNESS WHEREOF, I, **KELLY D. RODRIGUEZ**, the undersigned incorporator, have signed these Articles of Incorporation on this 9<sup>TH</sup> day of SEPTEMBER, 2005, and acknowledged the same to be my act.

  
**KELLY D. RODRIGUEZ**

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

05 SEP 15 AM 10: 25

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 **K SUMMERHOUSE DAY SPA, 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 **NORTH MIAMI BEACH**, County of **DADE**, State of Florida, has named **KELLY D.  
RODRIGUEZ** at **17310 NE 3<sup>RD</sup> AVENUE**, in the City of **NORTH MIAMI BEACH**, 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:

  
KELLY D. RODRIGUEZ

DATE:

9/08/05