



P95000008996

January 26, 1995

**Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314**

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President
Hoseda Butler, Jr.
Secretary
Verbert C. Anderson
Treasurer

Members

Cornelius E. Allen
Reginald Clyne, Esq.
T. Willard Folk
Ronald E. Frazier
Howard V. Gary
Howard Hadley, Jr., M.D.
John A. Hall
George E. Hopburn, Jr.
George F. Knox, Esq.
Ken Mason
Congresswoman Carrie P. Meek
Garth C. Reeves
Nell Robinson
Dorothea Stewart
Kathleen Johnson Street
Elaine H. Black,
Executive Director

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-01/30/95--01102--019
****122.50 ****122.50

**RE: Articles of Incorporation -
TURNING HEADS BY DAWN, INC.**

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation, a Certificate Designating Place of Business and Registered Agent, and a check #0406 which is in the sum of one hundred twenty-two dollars and fifty cents (\$122.50) for the filing fees.

Please file both the Articles and Certificate of Designation for the corporation and return a file-marked, certified copy of each document to the following:

**STANLEY B. LEWIS
ATTORNEY AT LAW
TOOLS FOR CHANGE
6255 N.W. 7th Avenue
Miami, Florida 33150**

FILED
95 JAN 30 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you for your attention to this matter.

Sincerely,

Stanley B. Lewis

**Stanley B. Lewis
Attorney at Law**

**sbl/pg
Encls.**

H. SIMS FEB - 2 1995

**TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.**

6255 N.W. 7th Avenue • Miami, FL 33150 • Telephone: (305) 751-8934 • Facsimile: (305) 751-1619

ARTICLES OF INCORPORATION
OF
TURNING HEADS BY DAWN, INC.

FILED
95 JUN 30 PM 4:29
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:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is TURNING HEADS BY DAWN, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is at 11631 S.W. 216 Street, Goulds, Florida 33170.

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 11631 S.W. 216 Street, Goulds, Florida 33170 and the registered agent at that office is DAWN K. FERGUSON.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director 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 composed of:

DAWN K. FERGUSON
1521 N.W. 61st Street
Miami, Florida 33142

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

DAWN K. FERGUSON
1521 N.W. 61st Street
Miami, Florida 33142

IN WITNESS WHEREOF, I, DAWN K. FERGUSON, the underigned
incorporator, have signed these Articles of Incorporation on this
23 day of Jan., 1995 and acknowledged the same to be my
act.

Dawn K. Ferguson
DAWN K. FERGUSON

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 23rd day
of January, 1995 by DAWN K. FERGUSON, who personally
appeared before me at the time of notarization, and who has
produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: STANLEY B. LEWIS
STATE OF FLORIDA AT LARGE



STANLEY B. LEWIS
My Commission CC407767
Expires Sep. 18, 1998
Bonded by HAI
800-422-1555

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

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 TURNING HEADS BY DAWN, 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 Goulds, County of Dade, State of Florida, has named DAWN K. FERGUSON located at 11631 S.W. 216 Street in the City of Goulds, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

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: D. K. Ferguson

DAWN K. FERGUSON

DATE: 1-23-95

FILED
95 JUN 30 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA