



P95000026727

March 29, 1995

FILED

95 MAR 31 PM 2:19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

BOARD OF DIRECTORS

Officers

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

Members

Cornelius E. Allen  
Reginald Clyne, Esq.  
T. Wilard Fair  
Ronald E. Frazier  
Howard V. Gary  
Howard Hadley, Jr., M.D.  
John A. Hall  
George E. Hepburn, Jr.  
George T. Knox, Esq.  
Ken Mason  
Congresswoman Carrie P. Mink  
Garth C. Reeves  
Neil Robinson  
Dorothea Stewart  
Karen Johnson Street  
Elaine H. Black  
Executive Director

RE: Articles of Incorporation -  
RILEY & McINTYRE SERVICES, INC.

000001445300  
-03/31/95--01081--017  
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000001445300  
-03/31/95--01081--018  
\*\*\*\*\*61.25 \*\*\*\*\*61.25

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 money orders #8 2782305570 and #49205501 1 which are 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:

WILLIAM C. YOUNG  
J.D., C.P.A.  
TOOLS FOR CHANGE  
6255 N.W. 7th Avenue  
Miami, Florida 33150

Thank you for your attention to this matter.

APR 4 1995 BSB

Sincerely,

William C. Young / Pp.  
William C. Young  
J.D., C.P.A.

wcy/pg  
Encls.

TOOLS FOR CHANGE  
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

ARTICLES OF INCORPORATION  
OF  
RILEY & McINTYRE SERVICES, INC.

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95 MAR 31 PM 2:20  
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 RILEY & McINTYRE SERVICES, 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 684 N.W. 9th STREET, FLORIDA CITY, Florida 33034.

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 684 N.W. 9th STREET, FLORIDA CITY, Florida 33034, and the registered agent at that office is JULIUS RILEY.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have TWO (2) 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:

JULIUS RILEY  
684 N.W. 9th STREET  
FLORIDA CITY, FLORIDA 33034

TRENTON MCINTYRE  
536 N.W. 8th STREET  
FLORIDA CITY, FLORIDA 33034

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

JULIUS RILEY  
684 N.W. 9th STREET  
FLORIDA CITY, FLORIDA 33034

IN WITNESS WHEREOF, I, JULIUS RILEY , the undersigned  
incorporator, have signed these Articles of Incorporation on this  
24 day of March, 1995 and acknowledged the  
same to be my act.

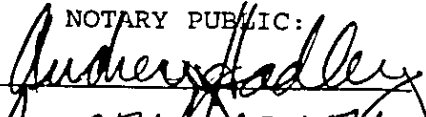
  
JULIUS RILEY

STATE OF FLORIDA    )  
                              )  
COUNTY OF DADE    )

The foregoing instrument was sworn to before me this 24<sup>th</sup> day  
of March, 1995 by JULIUS RILEY , who personally appeared  
before me at the time of notarization, and who is personally known  
to me or who has produced a Florida Driver's License as  
identification.



OFFICIAL SEAL  
AUDREY HADLEY  
My Commission Expires  
March 15, 1997  
Comm. No. CC 255169

NOTARY PUBLIC:  
SIGN:   
PRINT: AUDREY HADLEY  
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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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 RILEY & MCINTYRE SERVICES, 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 FLORIDA CITY, County of Dade, State of Florida, has named JULIUS RILEY located at 684 N.W. 9th STREET in the City of FLORIDA CITY, 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: Julius X. Riley  
JULIUS RILEY

DATE: 3-24-95

FILED  
MAR 31 PM 2:19  
CLERK OF STATE  
TALLAHASSEE, FLORIDA