

P95000041129



May 18, 1995

FILED

95 MAY 22 AM 8:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA 32310
405/227-0500
405/227-0500

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

BOARD OF DIRECTORS

Officers

Dr. Roy H. Hester
President

Howard Butler, Jr.
Secretary

Vernell C. Anderson
Treasurer

Members

Comelia E. Allen

Rogers H. Chynn, Esq.

Clarence W. Ewell

T. Ward Fox

Ronald L. Frazer

Howard V. Gary

Howard Hadley, Jr., M.D.

John A. Hall

George E. Hepburn, Jr.

George F. Knox, Esq.

Ken Mason

Congresswoman Carrie P. Monk

Garth C. Reeves

Noel Robinson

Dorothy Stewart

Karen Johnson Street

Edward H. Black,

Executive Director

RE: Articles of Incorporation -

(1) ARIEL'S TRAVEL BELIZE, INC.

(2) ATLANTIC SEAFOOD INTERNATIONAL, INC.

(3) MAR DENTAL, INC.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporations, Certificates Designating Place of Business and Registered Agent, money order # 072-228407067 and check # 103 and 797, respectively in the sum of one hundred twenty-two dollars and fifty cents (\$122.50) to cover the filing fee.

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, JD, CPA
TOOLS FOR CHANGE
6255 N.W. 7th Avenue
Miami, Florida 33150

Thank you for your attention to this matter.

Sincerely,

William C. Young, JD, CPA

Encls.

PAK
5-25

TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

ARTICLES OF INCORPORATION
OF
MAR DENTAL, INC.

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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 MAR DENTAL, 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 15040 SOUTH BISCAYNE RIVER DRIVE, MIAMI, Florida 33168.

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 15040 SOUTH BISCAYNE RIVER DRIVE, Miami, Florida 33168, and the registered agent at that office is MARIE YVES COLIN.

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.

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

MARIE YVES COLIN
15040 SOUTH BISCAYNE RIVER DRIVE,
MIAMI, FLORIDA 33168

IN WITNESS WHEREOF, I, MARIE YVES COLIN, the undersigned
incorporator, have signed these Articles of Incorporation on this
16th day of May, 1995 and acknowledged the
same to be my act.

Marie Y. Colin
MARIE YVES COLIN

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 16th day
of May, 1995 by MARIE YVES COLIN, 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.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: Stanley B. Lewis
STATE OF FLORIDA AT LARGE



STANLEY B. LEWIS
My Commission CC407757
Expires Sep. 18, 1998
Bonded by HAI
800-422-1555

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

FILED
95 MAY 22 AM 8:54
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 MAR DENTAL, 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 MIAMI, County of Dade, State of Florida, has named MARIE YVES COLIN located at 15040 SOUTH BISCAYNE RIVER DRIVE in the City of MIAMI, 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: Marie Y. Colin
MARIE YVES COLIN

DATE: 5-16-95

.....**P 95 0000 411629**.....
 DEBIT MEMORANDUM
 DATE 06-14-95 FOR OFFICIAL USE NUMBER 03934

TO :
 DEPARTMENT OF STATE

STATE OF FLORIDA
 OFFICE OF STATE TREASURER
 TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #	
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1	
TRUST	131.25	ACCOUNT CLOSED	2	2
OTHER		UNCOLLECTED FUNDS	3	
TOTAL	131.25	OTHER	4	

CROSS REF	SAMAS CODE	DISTRIBUTION	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00		2	8.75
12	45-20-2-130001-45300000-00-000100-00		1	122.50

GRAND TOTAL: \$ 131.25

RECEIVED
 95 JUN 16 AM 11:55
 DEPT. OF STATE

53934-B

800001549798
 -07/31/95--01038--027
 ****137.50 ****137.50

Process Date: 06/05/95

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

Bill Nelson

State Treasurer