

P950000-42595



May 23, 1995

FILED
95 MAY 25 PM 12:42
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
Hosea Butler, Jr.
Secretary
Verbert C. Anderson
Treasurer

Members

Cornelius E. Allen
Reginald Cline, Esq.
J. Willard Fair
Ronald E. Frazier
Howard V. Gary
Howard Hadley, Jr., M.D.
John A. Hall
George E. Hepburn, Jr.
George F. Knox, Esq.
Ken Mason
Congresswoman Carrie P. Meek
Garth C. Reeves
Neil Robinson
Carolhua Stewart
Kaaren Johnson Street
Eltene H. Black
Executive Director

RE: Articles of Incorporation: SISTAH-SISTUH, INC.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for each of above-referenced corporations, Certificates Designating Place of Business and Registered Agent, Money Order #8327692594 in the sum of one hundred twenty-two dollars and fifty cents (\$122.50) for 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:

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

800001500388
-05/26/95--01019--017
****122.50 ****122.50

Thank you for attention to this matter.

Sincerely,

Stanley B. Lewis

Stanley B. Lewis

SL/cd
Encls.

HTC
6-1

draft/articles/sistah.sis

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
SISTAH-SISTUH, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is SISTAH-SISTUH, INC., herein-after 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 555 N.E. 61 Street, Ste. 1, Miami, Florida 33137.

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 555 N.E. 61 Street, Ste. 1, Miami, Florida 33137 and the registered agent at that office is MONIQUE A. HALL.

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:

MONIQUE A. HALL
555 N.E. 61 Street, Ste. 1
Miami, FL 33137

TAMARA C. JONES
3470 Hi Street, Apt. 7
Lakeworth, FL 33461

ARTICLE IX: INCORPORATORS

The incorporators of the Corporation are as follows:

MONIQUE A. HALL
555 N.E. 61 Street, Ste. 1
Miami, FL 33137

TAMARA C. JONES
3470 Hi Street, Apt. 7
Lakeworth, FL 33461

IN WITNESS WHEREOF, We, MONIQUE A. HALL and TAMARA C. JONES,
the undersigned incorporators, have signed these Articles of
Incorporation on this 23 day of May, 1995 and
acknowledged the same to be our act.

Monique A. Hall
MONIQUE A. HALL

Tamara C. Jones
TAMARA C. JONES

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 23 day
of May, 1995 by MONIQUE A. HALL and TAMARA C. JONES,
both of whom personally appeared before me at the time of notariza-
tion, and both of whom have produced a Florida Identification Card
and a Florida Driver's License respectively 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
800-422-1566

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

FILED
95 MAY 25 PM 12:42
CLERK 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 SISTAH-SISTUH, 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 MONIQUE A. HALL located at 555 N.E. 61 Street, Ste. 1 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:

Monique A. Hall
MONIQUE A. HALL

DATE: 5/23/95