

P95000061858



August 3, 1995

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

**BOARD OF DIRECTORS**

**Officers**

- Dr. Roy Elliott  
President
- Henry Holton III  
Secretary
- Verdell C. Anderson  
Treasurer

**Members**

- Constance L. Allen
- Isaac J. Olyne, III
- Clarence W. Swell
- T. Walden Lee
- Ronald H. Grayner
- Howard Buckley, Jr., MD
- John A. Hall
- Erin Mason
- Congresswoman Carrie P. Meek
- Dr. Rudolph Moore
- Griffith C. Dames
- Neil Robinson
- Dorothy Stewart
- Kenneth Johnson Street
- Diane H. Black  
Executive Director

RE: Articles of Incorporation: MONTAGE SERVICES, INC.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation, Certificate Designating Place of Business and Registered Agent, check #0158 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 each of the corporations and return a file-marked, certified copy of each document to the following:

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

Thank you for attention to this matter.

800001556318  
-08/03/95--01063--007  
\*\*\*\*122.50 \*\*\*\*122.50

Sincerely,

William C. Young, JD, CPA

WCY/ed  
Encls.

*orig. as  
8-9-95*

FILED  
95 AUG -9 AM 8:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

draharticles@montage.svc

**ARTICLES OF INCORPORATION**  
**OF**  
**MONTAGE SERVICES, INC.**

**FILED**  
95 AUG -9 AM 8:09  
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 MONTAGE SERVICES, INC., hereinafter referred to as the "Corporation".

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

The address of the principal office of the Corporation is at 759 N.W. 95th Terrace, Miami, Florida 33150 and the mailing address is P.O. Box 68-1142, 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 759 N.W. 95th Terrace, Miami, Florida 33150 and the registered agent at that office is PHYLLIS M. WALLACE.

**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:

PHYLLIS M. WALLACE  
759 N.W. 95th Terrace  
Miami, Florida 33150

CONYA S. SMITH  
5530 Century 21 Boulevard #215  
Orlando, Florida 32807

**ARTICLE IX: INCORPORATOR**

The incorporator of the Corporation is as follows:

PHYLLIS M. WALLACE  
759 N.W. 95th Terrace  
Miami, Florida 33150

IN WITNESS WHEREOF, I, PHYLLIS M. WALLACE, the undersigned incorporator, have signed these Articles of Incorporation on this 3 day of August, 1995 and acknowledged the same to be my act.

Phyllis M. Wallace  
PHYLLIS M. WALLACE

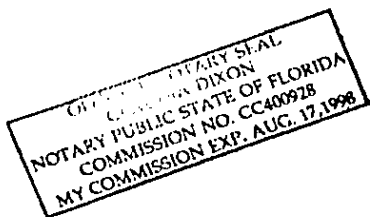
STATE OF FLORIDA     )  
COUNTY OF DADE     )

The foregoing instrument was sworn to before me this 3<sup>rd</sup> day of August, 1995 by PHYLLIS M. WALLACE, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: Claudia Dixon

PRINT: CLAUDIA DIXON  
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**

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 MONTAGE 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 Miami, County of Dade, State of Florida, has named PHYLLIS M. WALLACE at 759 N.W. 95th Terrace, 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: *Phyllis M. Wallace*  
PHYLLIS M. WALLACE

DATE: 2/3/95

**FILED**  
95 AUG -9 AM 8:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA