



P96000006002

January 12, 1996

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

700001690467
-01/17/96--01040--001
****122.50 ****122.50

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President
Howard Bullock, II
Secretary
Vincent C. Anderson
Treasurer

Members

Cornelius E. Allen
Reginald Clyne, Esq.
Clarence W. Ewall
T. Wilford Fair
Ronald E. Frazier
Howard Hadley, Jr., M.D.
John A. Hall
Ken Mason
Congresswoman Cori R. Mook
Dr. Rudolph Motta
Garth C. Rarvas
Neill Robinson
Doratha Stewart
Karon Johnson Strout
Elaine H. Black,
Executive Director

RE: Articles of Incorporation:
A PLUS COMPUTER SERVICES,
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, along with Money Order #810121512 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

Thank you for your attention to this matter.

Sincerely,

Stanley B. Lewis
Stanley B. Lewis
Attorney at Law

Encls.

FILED
95 JAN 17 PM 1:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

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

GB 1/19/96

ARTICLES OF INCORPORATION
OF
A PLUS COMPUTER SERVICES, INC.

FILED
96 JAN 17 PM 1:16
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 A PLUS COMPUTER 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 3998 NW 167 Street, Miami, Florida 33054.

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 3998 NW 167 Street, Miami, Florida 33054, Florida and the registered agent at that office is WINSTON TRAPP.

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:

RUDY D. JACKSON
6743 Crooked Palm Terrace
Miami Lakes, FL 33014

WINSTON TRAPP
7601 East Treasure Drive, Apt. 1401
Miami Beach, FL 33141

ARTICLE IX - AMENDMENTS

These Articles of Incorporation may be amended by the shareholders or board of directors, in the manner now or hereinafter prescribed by statute or set forth in the Corporation's ByLaws, so long as same does not conflict with the Florida Statutes.

ARTICLE X: INCORPORATORS

The incorporators of the Corporation are as follows:

RUDY D. JACKSON
6743 Crooked Palm Terrace
Miami Lakes, FL 33014

WINSTON TRAPP
7601 East Treasure Drive, Apt. 1401
Miami Beach, FL 33141

IN WITNESS WHEREOF, We, RUDY D. JACKSON and WINSTON TRAPP, the undersigned incorporators, have signed these Articles of Incorporation on this 12th day of January, 1996 and acknowledged the same to be our act.

Rudy D. Jackson
RUDY D. JACKSON

Winston Trapp
WINSTON TRAPP

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 12th day of January, 1996 by RUDY D. JACKSON and WINSTON TRAPP, both of whom personally appeared before me at the time of notarization, and both of whom are personally known by me or both of whom have provided Florida Driver's License #J250-724-55-309-0 and #T610-881-65-022-0 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 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 A PLUS COMPUTER 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 WINSTON TRAPP located at 3998 NW 167 Street 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: Winston Trapp
WINSTON TRAPP

DATE: 1/12/96

96 JAN 17 PM 1:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

P96000006002

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 1, 1997

A PLUS COMPUTER SERVICES, INC.
3398 NW 167TH ST
MIAMI, FL 33054

SUBJECT: A PLUS COMPUTER SERVICES, INC.
Ref. Number: P96000006002

Debit Memo #: 4297-E

This is to inform you that check #1156 in the amount of \$165.00 submitted with the annual report for A PLUS COMPUTER SERVICES, INC. has been returned by your bank because of NON-SUFFICIENT FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

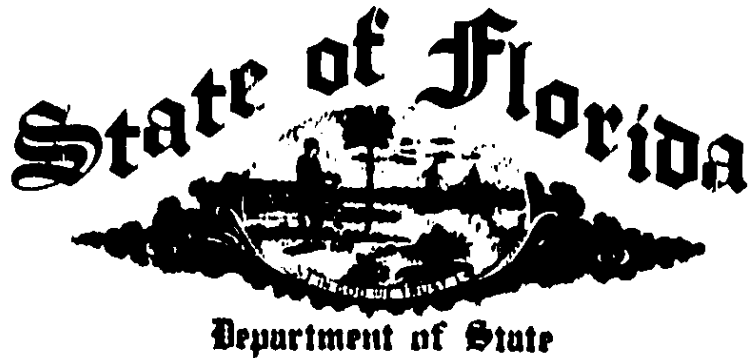
Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after June 1, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 897A00016256



CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for A PLUS COMPUTER SERVICES, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of June 26, 1997 for failure to file the required annual report(s), as required by law.

The document number of this corporation is P96000006002.

P96000006002

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capitol, this the
Twenty-sixth day of June, 1997



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State