



P960000007197

January 16, 1996

BOARD OF DIRECTORS

Officers

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

Members

Cornelius L. Allen
Reginald Clymo, Esq.
Clarence W. Ewell
T. Wilford Gray
Ronald L. Hester
Howard Haskins, Jr., M.D.
John A. Hef
Ken Mason
Congresswoman Carmo P. Monk
Dr. Rudolph Moore
Guth C. Reeves
Noel Robinson
Dorothea Stewart
Karen Johnson Stuart
Elaine H. Black,
Executive Director

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

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****122.50 ****122.50

RE: Articles of Incorporation: **UNIQUE CONSTRUCTION SERVICES CORP.**

Dear Sir/Madam:

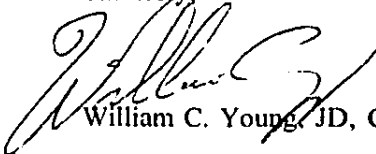
Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation, Certificates Designating Place of Business and Registered Agent, check #1254 in the sum of one hundred twenty-two dollars and fifty cents (\$122.50) for the filing fee.

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:

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

Thank you for attention to this matter.

Sincerely,


William C. Young, JD, CPA

WCY/cd
Encls.

FILED
95 JAN 19 AM 8:33
TALLAHASSEE, FLORIDA

SMS
1/24/96

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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

UNIQUE CONSTRUCTION SERVICES CORP.

FILED

96 JAN 19 AM 8:33

CLERK OF DISTRICT COURT
DADE COUNTY, 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 UNIQUE CONSTRUCTION SERVICES CORP., 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 12235 NW 8th Avenue, North 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 12235 NW 8th Avenue, North Miami, Florida, 33168, and the registered agent at that office is LIMECIO S. OW, JR.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) 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:

LIMECIO S. OW, JR.
12235 NW 8th Avenue
Miami, Florida 33168

AMADEO H. STEVENS
709 S. Royal Poinciana Blvd.
Apartment 215
Miami Springs, Florida 33166

SANDRA J. OW
12235 NW 8th Avenue
Miami, Florida 33168

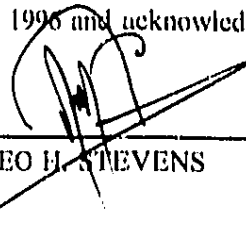
ARTICLE IX: INCORPORATORS

The incorporators of the Corporation are as follows:

AMADEO H. STEVENS
709 S. Royal Poinciana Blvd.
Apartment 215
Miami Springs, Florida 33166

LIMECIO S. OW, JR.
12235 NW 8th Avenue
Miami, Florida 33168

IN WITNESS WHEREOF, WE, AMADEO H. STEVENS & LIMECIO S. OW, JR., the undersigned incorporators, have signed these Articles of Incorporation on this 16th day of January, 1996 and acknowledged the same to be my act.



AMADEO H. STEVENS

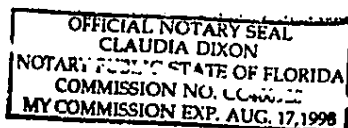


LIMECIO S. OW, JR.

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was sworn to before me this 16th day of January, 1996 by AMADEO H. STEVENS & LIMECIO S. OW, JR., who personally appeared before me at the time of notarization, and who are personally known to me or who produced a Florida Driver's License as identification.



NOTARY PUBLIC:

SIGN: 

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 UNIQUE CONSTRUCTION SERVICES CORP., 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 North Miami, County of Dade, State of Florida, has named LIMECIO S. OW, JR. at 12235 NW 8th Avenue, in the City of North 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: 
LIMECIO S. OW, JR.

DATE: 1/16/96

FILED
95 JAN 19 AM 9:33
CLERK OF DISTRICT COURT
NORTH MIAMI, FLORIDA