

P96000008940



January 22, 1996

BOARD OF DIRECTORS

Officers

Dr. Ray E. Wynn
President
Hosni B. Baker, Jr.
Secretary
Vernon C. Anderson
Treasurer

Members

Cornelia E. Allen
Reginald Chyns, Esq.
Clarence W. Ewell
T. Wilford Fox
Donald H. Frazer
Howard Hadley, Jr., M.D.
John A. Hall
Ken Mason
Congresswoman Carol P. Meek
Dr. Rudolph Mose
Garth C. Owens
Nita Robinson
Dorothy Stewart
Kerren Johnson Street
Eleana H. Black,
Executive Director

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

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RE: Articles of Incorporation: INBA INTERNATIONAL, INC.

Dear Sir/Madam:

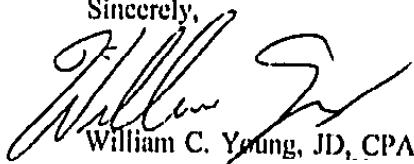
Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation, Certificates Designating Place of Business and Registered Agent, money order #810122169 in the sum of one hundred twenty-two dollars and fifty cents (\$122.50) for the filing fee.

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
96 JAN 25 PM 2:57
TALLAHASSEE, FLORIDA

TOOLS FOR CHANGE

BLACK ECONOMIC DEVELOPMENT COALITION, INC.

draft/articles/inba.int

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

SAS
1/29/96

ARTICLES OF INCORPORATION

OF

INBA INTERNATIONAL, INC.

FILED

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CLERK OF DISTRICT COURT
MIAMI, 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 INBA INTERNATIONAL, 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 2885 N.W. 204 Street, Miami, FL 33056.

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 2885 N.W. 204th Street, Miami, FL 33056 and the registered agent at that office is ERETT B. P. WALLACE.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director 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:

ERETT B. P. WALLACE
2885 N.W. 204th Street
Miami, FL 33056

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

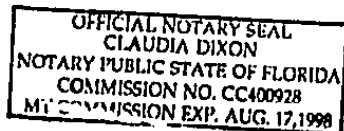
ERETT B. P. WALLACE
2885 N.W. 204th Street
Miami, FL 33056

IN WITNESS WHEREOF, I, ERET B. P. WALLACE, the undersigned incorporator,
have signed these Articles of Incorporation on this 22nd day of JANUARY, 1996 and
acknowledged the same to be my act.


ERETT B. P. WALLACE

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 22nd day of JANUARY,
1996 by ERET B. P. 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 INBA INTERNATIONAL, 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 ERETT B. P. WALLACE at 2885 N.W. 204th 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: 

ERETT B. P. WALLACE

DATE: 1/22/96

FILED
96 JUN 25 PM 2:57
TALLAHASSEE, FLORIDA