

P960000014322



February 8, 1996

FILED

96 FEB 12 PM 1:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

BOARD OF DIRECTORS

Officers

Dr. Irvy Phillips
President
Hosea Butler, Jr.
Secretary
Vincent C. Anderson
Treasurer

Members

Cornelius E. Allen
Reginald Clyne, Esq.
I. Willard Fair
Ronald E. Frazier
Howard Hadley, Jr., M.D.
John A. Hall
Ken Mason
Congresswoman Carle P. Meek
Dr. Rudolph Motse
Garth C. Reeves
Neil Robinson
Dorothy Stewart
Kadon Johnson Street
Elaine H. Black,
Executive Director

RE: Articles of Incorporation: BREAD OF LIFE BOOK CLUB, 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 #15-156498319 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, ESQ.
TOOLS FOR CHANGE
6255 N.W. 7th Avenue
Miami, Florida 33150

100001712621
-02/12/96--01078--010
****122.50 ****122.50

Thank you for attention to this matter.

Sincerely,

Stanley B. Lewis

Stanley B. Lewis, Esq.
Attorney At Law

SL/cd
Encls.

TOOLS FOR CHANGE

BLACK ECONOMIC DEVELOPMENT COALITION, INC.

draft/articles/first/bread.inc

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

KATHY H. FEB 15 1996

Handwritten initials

ARTICLES OF INCORPORATION
OF
BREAD OF LIFE BOOK CLUB, INC.

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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 BREAD OF LIFE BOOK CLUB, 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 1495 NW 51 Terrace, MIAMI, FLORIDA, 33142.

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 1495 NW 51 Terrace, MIAMI, FLORIDA, 33142, and the registered agent at that office is GEORGE STRACHAN.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have two (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:

GEORGE STRACHAN
1495 NW 51 Terrace
Miami, Florida 33142

PAMELA STRACHAN
1495 NW 51 Terrace
Miami, Florida 33142

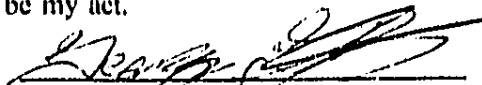
AVA ORR
1495 NW 51 Terrace
Miami, Florida 33142

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

GEORGE STRACHAN
1495 NW 51 Terrace
Miami, Florida 33142

IN WITNESS WHEREOF, I, GEORGE STRACHAN, the undersigned incorporator, have signed these Articles of Incorporation on this 7TH day of February, 1996 and acknowledged the same to be my act.


GEORGE STRACHAN

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 7th day of February, 1996 by GEORGE STRACHAN, 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: Stanley B. Lewis

PRINT: Stanley B. Lewis
STATE OF FLORIDA AT LARGE



STANLEY B LEWIS
My Commission CC407767
Expires Sep. 18, 1998
Bonded by HAI
800-422-1866

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

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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 BREAD OF LIFE BOOK CLUB, 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 GEORGE STRACHAN at 1495 NW 51 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 

GEORGE STRACHAN

DATE: February 7, 1996