



P96000023087

March 6, 1996

**BOARD OF DIRECTORS**

**Officers**

Dr. Roy Trump  
President

Howard Butler, Jr.  
Secretary

Verdell C. Anderson  
Treasurer

**Members**

Conokua E. Allen

Rogerald Clyne, Esq.

Clarence W. Lwall

T. Wilford Lee

Ronald E. Traxler

Howard Hadley, Jr., M.D.

John A. Hall

Ken Mason

Congresswoman Carrie P. Meek

Dr. Rudolph Mose

Garth C. Ruaves

Nell Robinson

Dorothy Stewart

Karen Johnson Street

Flora H. Black,  
Executive Director

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

**RE: Articles of Incorporation: SPECIAL NEEDS & ACCESSORIES, INC.,**

300001739423  
-03/12/96--01034--016  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

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, along with check 64032214140, 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.

MAR 14 1996 BSE

Sincerely,

*Stanley B. Lewis*

Stanley B. Lewis  
Attorney at Law

SL/cb  
Encls.

FILED  
96 MAR 11 PM 1:35  
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

**FILED**

ARTICLES OF INCORPORATION

96 MAR 11 PM 1:35

OK

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SPECIAL NEEDS & ACCESSORIES, INC.

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 SPECIAL NEEDS & ACCESSORIES, 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 20250 N.W. 3rd Court, Miami, Florida 33169.

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 20250 N.W. 3rd Court, Miami, Florida and W. Clinton Pope is the registered agent at that office.

#### **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:

W. CLINTON POPE  
20250 N.W. 3rd Court  
Miami, FL 33169

#### **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 XI: INCORPORATOR**

The incorporator of the Corporation is as follows:

W. CLINTON POPE  
20250 N.W. 3rd Court  
Miami, FL 33169

IN WITNESS WHEREOF, I, W. CLINTON POPE, the undersigned incorporator, have signed these Articles of Incorporation on this 12 th day of February, 1996 and acknowledged the same to be my act.

  
W. CLINTON POPE

STATE OF FLORIDA     )  
COUNTY OF DADE     )

The foregoing instrument was sworn to before me this 12th day of February, 1996 by W. CLINTON POPE, who personally appeared before me at the time of notarization, and who is personally known by me or who has provided 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 CC407757  
Expires Sep. 18, 1998  
Bonded by HAI  
800-422-1656

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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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 SPECIAL NEEDS & ACCESSORIES, 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 W. CLINTON POPE located at 20250 N.W. 3rd Court 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: W. Clinton Pope  
W. CLINTON POPE

DATE: 2/12/96

FILED  
MAR 11 PM 1:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA