



# P96000027644

March 20, 1996

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

**BOARD OF DIRECTORS**

**Officers**

Dr. Roy Duggan  
President  
Howard Butler Jr.  
Secretary  
Verdon C. Anderson  
Treasurer

**Members**

Conrad E. Allen  
Reginald Clyne Esq.  
Clarence W. Webb  
William E. Lee  
Ronald E. Frazier  
Howard Hadley Jr. M.D.  
John A. High  
Ken Mason  
Congresswoman Carrie P. Meek  
Dr. Rudolph Moss  
Garry C. Reeves  
Neil Robinson  
Dorothy Stewart  
Kathleen Johnson Street  
James H. Black  
Executive Director

**RE: Articles of Incorporation:  
OVERNIGHT GENERAL TRADING,  
INC.**

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 #292, 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:

**WILLIAM C. YOUNG, J.D.  
TOOLS FOR CHANGE  
6255 N.W. 7th Avenue  
Miami, Florida 33150**

Thank you for your attention to this matter.

Sincerely,

William C. Young, J.D.

WY/cb

Enclosure

F:\DRAFT\WILLIAM\OVERNIGHT.LTR

**TOOLS FOR CHANGE**  
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

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

RECEIVED  
-003727236- 01000-0001  
\*\*\*\*122.50 \*\*\*\*122.50

FILED  
66 MAR 25 AM 11:22  
FBI - MIAMI

845  
3/24/96

**ARTICLES OF INCORPORATION**  
**OF**  
**OVERNIGHT GENERAL TRADING, INC.**

FILED  
96 MAR 25 AM 11:22  
CLERK OF THE 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 OVERNIGHT GENERAL TRADING, 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 6600 N.W. 27th Avenue, Suite 115, Miami, Florida 33147.

**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 6600 N.W. 27th Avenue, Suite 115, Miami, Florida 33147 and the registered agent at that office is SYED MEHDI ASHRAF.

#### **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:

SYED MEHDI ASHRAF  
6600 N.W. 27TH AVE  
SUITE 115  
Miami, Florida 33147

SAMUEL LEE GILMORE JR  
3171 N.W. 57 TH AVE  
Miami, Florida 33142

**ARTICLE IX: INCORPORATOR**

The Incorporator of the Corporation is as follows:

SAMUEL LEE GILMORE JR  
3171 N.W. 57TH AVE  
Miami, Florida 33142

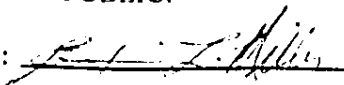
IN WITNESS WHEREOF, I, SAMUEL LEE GILMORE JR, the undersigned incorporator,  
have signed these Articles of Incorporation on this fifteenth day of March, 1996 and  
acknowledged the same to be my act.

  
SAMUEL LEE GILMORE JR

STATE OF FLORIDA       )  
COUNTY OF DADE )

The foregoing instrument was sworn to before me this 15th day of March, 1996 by  
SAMUEL LEE GILMORE JR, 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: 

PRINT: Edwin L. Miller  
STATE OF FLORIDA AT LARGE



EDWIN L. MILLER  
My Commission CC440151  
Expires Mar. 28, 1999  
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 OVERNIGHT GENERAL TRADING, 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 SYED MEHDI ASHRAF at 6600 N.W. 27th Avenue, Suite 115, 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: Mehdi Ashraf  
SYED MEHDI ASHRAF

DATE: March 15, 96

FILED  
96 MAR 25 / 11:22  
CLERK OF DISTRICT COURT  
STATE OF FLORIDA