

P96000027653



March 21, 1996

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

**BOARD OF DIRECTIONS**

**Officers**

Dr. Roy Phipps  
President  
Howard Butler Jr.  
Secretary  
Vincent C. Anderson  
Treasurer

**Members**

Carlisle I. Allen  
Raymond Clyne Esq.  
Clarence W. Ewell  
T. Wilbur Fox  
Donald H. Hester  
Howard Hudley Jr. M.D.  
John A. Hull  
Keb Mason  
Congresswoman Conita P. Mink  
Dr. Thadolph Moss  
Garth P. Poyner  
Neil Robinson  
Devon S. F. Wolf  
Kecora Johnson Street  
Helen H. Black  
Executive Director

**RE: Articles of Incorporation:  
FENCE SYSTEM, 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 #64033126503, which is sum of one hundred twenty-two dollars and fifty (\$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**

4000001756824  
-03/26/96--01004--005  
+++122.50 +++122.50

Thank you for your attention to this matter.

Sincerely,

*William C. Young, J.D.*  
William C. Young, J.D.

WY/cb

Enclosure

F:\DRAFT\WILLIAM\FENCE.LTR

FILED  
95 MAR 25 AM 11:28  
DEPARTMENT 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

*WMS  
3/29/96*

**ARTICLES OF INCORPORATION**

**OF**

**FENCE SYSTEM, INC.**

**FILED**

**96 MAR 25 AM 11:28**

**CLERK OF DISTRICT COURT  
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 FENCE SYSTEM, 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 17955 N.W. 18TH AVENUE Miami, Florida 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 17955 N.W. 18TH AVENUE Miami, Florida 33056 and the registered agent at that office is WILLIAM W. JOHNSON.

**ARTICLE VIII: INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) 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:

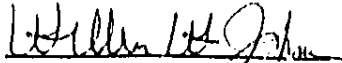
WILLIAM W. JOHNSON  
17955 N.W. 18TH AVENUE  
MIAMI, FLORIDA 33056

**ARTICLE IX: INCORPORATOR**

The incorporator of the Corporation is as follows:

WILLIAM W. JOHNSON  
17955 N.W. 18TH AVENUE  
MIAMI, FLORIDA 33056

IN WITNESS WHEREOF, I, WILLIAM W. JOHNSON the undersigned incorporator, have signed these Articles of Incorporation on this 20 day of March, 1996 and acknowledged the same to be my act.

  
WILLIAM W. JOHNSON

STATE OF FLORIDA     )  
COUNTY OF DADE )

The foregoing instrument was sworn to before me this 20th day of March, 1996 by WILLIAM W. JOHNSON, 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 CC407787  
Expires Sep. 18, 1998  
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 FENCE SYSTEM, 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 WILLIAM W. JOHNSON at 17955 N.W. 18TH AVENUE, 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-

**ACKNOWLEDGMENT:**

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: William W. Johnson  
WILLIAM W. JOHNSON

DATE: 3/20/96

FILED  
STATE  
TALLAHASSEE, FLORIDA

96 MAR 25 AM 11:28

FILED