



P96000030559

March 20, 1996

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

BOARD OF DIRECTORS

Officers

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

Members

Cornelia E. Allen
Rignold Chyne, Esq.
Clarence W. Ewell
I. Ward Fox
Ronald E. Frazier
Howard Hadley, Jr., M.D.
John A. Hall
Kim Mason
Congresswoman Carrie P. Meek
Dr. Rudolph Moore
Garth C. Reeves
Neil Robinson
Dorothea Stewart
Karenn Johnson Street
Diana H. Black,
Executive Director

**RE: Articles of Incorporation:
LAB CORPORATION, INC.**

Dear Sir/Madam:

700001756627
-03/26/96--01004--007
****122.50 ****122.50

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 #227, 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**

W.C. Young GAVE
AUTHORIZATION BY PHONE TO
CORRECT Corp. Name
DATE 4/8/96
DOC. EXAM. SAB

Thank you for your attention to this matter.

Sincerely,

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

Lab Production Studio, Inc.
WY/cb

Enclosure

P:\DRAFT\WILLIAM\LABCORP.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

FILED
96 APR - 1 AM 7:16
TALLAHASSEE, FLORIDA

SAB
4/9/96

ARTICLES OF INCORPORATION

OF

LAB PRODUCTION STUDIO, INC.

FILED
96 APR -1 AM 7:17
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 LAB / PRODUCTION STUDIO, 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 1120 N.E. 165th Street, Miami, Florida 33162 and P.O. Box 69-4984, 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 1120 N.E. 165th Street, Miami, Florida 33162 and the registered agent at that office is CARL BOSSE.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The Corporation shall have five (5) 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:

CARL BOSSE
1120 N.E. 165th Street
Miami, Florida 33162

JACQUES LOUIS
8951 N.E. 8th Avenue P11#5
Miami, Florida 33138

KEN A. LEADER
265 N.W. 53rd Street
Miami, FL 33127

TONY CASTILLO
17269 N.W. 53rd Court
Miami, FL 33055

OTIS YOUNG
1475 N.E. 111th Street #304
North Miami, FL 33161

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

CARL BOSSE
1120 N.E. 165th Street
Miami, Florida 33162

JACQUES LOUIS
8951 N.E. 8th Avenue PH#5
Miami, Florida 33138

IN WITNESS WHEREOF, I, CARL BOSSE, and JACQUES LOUIS the undersigned
incorporator, have signed these Articles of Incorporation on this ____ day of _____,

1996 and acknowledged the same to be my act.


CARL BOSSE


JACQUES LOUIS

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this ____ day of _____, 1996 by
CARL BOSSE and JACQUES LOUIS, 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: _____
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 LAB / **PRODUCTION STUDIO, 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 CARL BOSSE at 1120 N.E. 165th 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-

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: Carl Bosse
CARL BOSSE

DATE: 3/18/96

FILED
96 APR - 1 PM 7:17
TALLAHASSEE