



P96000059311

Thursday, 11 July, 1996

BOARD OF DIRECTORS

Officers

Dr. Ray Phipps
President
Hosna Butler, Jr.
Secretary
Vincent C. Anderson
Treasurer

Members

Cornelius E. Allen
Reginald Clyne, Esq.
Clarence W. Ewell
I. Wilford Fox
Donald E. Frasier
Howard Hadley, Jr., M.D.
John A. Hall
Ken Mason
Congresswoman Carla P. Munk
Dr. Rudolph Moss
Garth C. Reeves
Neil Robinson
Dorothy Stewart
Kearon Johnson Stroop
Elaine H. Black,
Executive Director

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

Gentlemen:

SUBJECT: AMOS & HANDY FASHION TUX, INC.

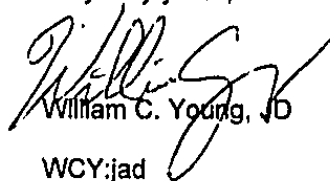
Enclosed please find an original and one copy of the titled Articles of Incorporation and the Certificate designating the place of business and registered agent. A check/money order 810142929, in the amount of \$122.50, is enclosed.

Please file both the Articles and Certificate of Designation for each corporation and return a filed marked certified copy of each document to the following address:

**WILLIAM C. YOUNG, JD
TOOLS FOR CHANGE
6255 N. W. SEVENTH AVENUE
MIAMI, FL 33150**

Thank you for your attention to this matter.

Very truly yours,


William C. Young, JD

WCY:jad

Enclosures

JUL 16 1996

BSB

FILED
96 JUL 15 AM 10:57
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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AMOS & HANDY FASHION TUX, 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 AMOS & HANDY FASHION TUX, 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 12864 BISCAYNE BOULEVARD, SUITE 227, NORTH MIAMI, FL 33181-2007.

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 133 GABLES BOULEVARD, FT. LAUDERDALE, FLORIDA 33326 and the registered agents at that office are HUSS AMOS FLEURIMONT.

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:

HUSS AMOS FLEURIMONT
133 GABLES BOULEVARD
FT. LAUDERDALE, FL 33326

HANDY ALEXANDRE
133 GABLES BOULEVARD
FT. LAUDERDALE, FL 33326


ARTICLE IX: INCORPORATORS

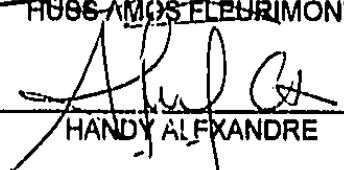
The Incorporators of the Corporation are as follows:

HUSS AMOS FLEURIMONT
133 GABLES BOULEVARD
FT. LAUDERDALE, FL 33328

HANDY ALEXANDRE
133 GABLES BOULEVARD
FT. LAUDERDALE, FL 33328

IN WITNESS WHEREOF, WE, HUSS AMOS FLEURIMONT and HANDY ALEXANDRE, the undersigned Incorporators, have signed these Articles of Incorporation on this 8th day of July, 1996, and acknowledged the same to be my act.



HUSS AMOS FLEURIMONT


HANDY ALEXANDRE

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 8th day of July, 1996 by HUSS AMOS FLEURIMONT and HANDY ALEXANDRE, who personally appeared before me at the time of notarization, and who are personally known to me or who have produced a **FLORIDA DRIVER'S LICENSE, and RESIDENT ALIEN CARD**, respectively, as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: STANLEY B. LEWIS

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 AMOS & HANDY FASHION TUX, 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 FT. LAUDERDALE, County of BROWARD, State of Florida, has named HUSS AMOS FLEURIMONT at 133 GABLES BOULEVARD, in the City of FT. LAUDERDALE, County of BROWARD, 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: 

HUSS AMOS FLEURIMONT

DATE: 7-8-76

FILED
JUL 11 AM 10:57
TALLAHASSEE
SECRETARY OF STATE