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July 24, 1996

FILED

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

96 JUL 29 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BOARD OF DIRECTORS

Officers

Dr. Roy Harris
President
Kenny Baker Jr.
Secretary
Vincent C. Anderson
Treasurer

Members

Constance L. Allen
Reginald Chyns, III
Clarence W. Lunt
T. W. Lunt
Ronald E. Frazier
Howard H. Hays, Jr. M.D.
John A. Hall
Ron Mason
Congresswoman Carrie P. Meek
Dr. Rudolph Moore
Garth C. Reeves
Neil Robinson
Dorothea Stewart
Karon Johnson Street
Kerry H. Black
Executive Director

Re: Articles of Incorporation:
BROWN'S CLEANERS, INC.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificate Designating Place of Business for BROWN'S CLEANERS, INC. along with money order #15-222446708 in the sum of \$122.50 for filing fee.

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.

Sincerely,

Stanley B. Lewis
Stanley B. Lewis
Attorney at Law

Encls.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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7/30/96*

TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

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

ARTICLES OF INCORPORATION

OF

BROWN'S CLEANERS, INC.

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**DEPT. OF REVENUE
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 BROWN'S CLEANERS, 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 2971 N.W. 62nd Street, 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 is 2971 N.W. 62nd Street, Miami, Florida 33147 and WILLIAM ANTHONY BROWN is the registered agent at that office.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have four (4) 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 ANTHONY BROWN
1130 N.W. 60th Street
Miami, FL 33127

EMERSON B. BROWN
1431 N. W. 138th Street
Miami, FL 33167

GLADYS J. BROWN
1130 N.W. 60th Street
Miami, FL 33127

JOSEPH DUKES
18731 N. W. 29 Court
Miami, FL 33056

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 as set forth in the Corporation's ByLaws, so long as same does not conflict with the Florida Statutes.

ARTICLE X: INCORPORATOR

The Incorporator of the Corporation is as follows:

WILLIAM ANTHONY BROWN
1130 N.W. 60th Street
Miami, FL 33127

IN WITNESS WHEREOF, I, WILLIAM ANTHONY BROWN, the undersigned incorporator, have signed these Articles of Incorporation on this 16th day of July, 1996 and acknowledged the same to be my act.

William Anthony Brown
WILLIAM ANTHONY BROWN

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 16th day of July, 1996, by WILLIAM ANTHONY BROWN, who personally appeared before me at the time of notarization, and who is personally known by me or who has provided a Florida Driver's License 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**

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CLERK OF THE COURT
TALLAHASSEE, FLORIDA

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 BROWN'S CLEANERS, 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 ANTHONY BROWN
located at 2971 N.W. 62nd 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-

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: William Anthony Brown
WILLIAM ANTHONY BROWN

DATE: July 16, 1996