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September 19, 1996

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

600001952046  
-09/19/96--01088--019  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation  
To Be Filed.

**BOARD OF DIRECTORS**

**Officers**

Dr. Ray Phelps  
President  
Honora Butler, Jr.  
Secretary  
Verbal G. Aniston  
Treasurer

**Members**

Cornelius E. Alon  
Reginald Clyno, Esq.  
Clarence W. Ewell  
T. Wilford Fox  
Honorable E. Frazier  
Howard Hadley, Jr., M.D.  
John A. Hall  
Ken Mason  
Congresswoman Carla P. Meek  
Dr. Rudolph Moise  
Garth C. Reeves  
Neil Robinson  
Dorletha Stewart  
Karen Johnson Street  
Elaine H. Black,  
Executive Director

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificates Designating Place of Business, and the money order or check for filing fees for the following:

No.	Company Name	MO/Ck No.	Amount
	SELEY INTERNATIONAL, INC.	64991821487	\$122.50

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 Northwest 7th Avenue  
Miami, Florida 33150

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SEP 19 AM 9:17  
TALLAHASSEE FLORIDA

Thank you for your attention to this matter.

Sincerely,

*Stanley B. Lewis*

Stanley B. Lewis  
Attorney At Law

Encls.

SEP 20 1996

**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**

**SELEY INTERNATIONAL, 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 **SELEY INTERNATIONAL, 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 **17425 NORTHWEST 48TH COURT, MIAMI, FLORIDA, 33055.**

**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

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MIAMI, FLORIDA

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 **17425 NORTHWEST 48TH COURT, MIAMI, FLORIDA, 33055** and the registered agent at that office is **SELWYN BYER**

**ARTICLE VIII: INITIAL BOARD OF DIRECTORS**

The Corporation shall have **ONE (1)** director 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:

**SELWYN BYER  
17425 NORTHWEST 48TH COURT  
MIAMI, FLORIDA 33055**

**ARTICLE IX: INCORPORATOR**

The Incorporator of the Corporation is as follows:

**SELWYN BYER**  
**17426 NORTHWEST 48TH COURT**  
**MIAMI, FLORIDA 33085**

IN WITNESS WHEREOF, I, SELWYN BYER, the undersigned Incorporator, have signed these Articles of Incorporation on this 12th day of Sept., 1996, and acknowledged the same to be my act.

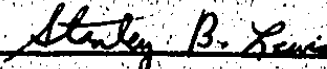
  
\_\_\_\_\_  
**SELWYN BYER**

STATE OF FLORIDA )

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 12th day of Sept. 1996 by SELWYN BYER, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a **GEORGIA DRIVER'S LICENSE** as identification.

NOTARY PUBLIC:

SIGN: 

PRINT: **STANLEY B. LEWIS**  
**STATE OF FLORIDA AT LARGE**



**STANLEY B. LEWIS**  
My Commission CC407757  
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 46.091 and 27.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That **SELEY INTERNATIONAL, 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 **SELWYN BYER**, at **17425 NORTHWEST 48TH COURT**, 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: 

**SELWYN BYER**

DATE: 9/12/96

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CLERK OF STATE  
TALLAHASSEE, FLORIDA