

P96000084866

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96 OCT 14 AM 10:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

Requestor's Name
Address
City/State/Zip Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Preserve Marketing, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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****122.50 ****122.50

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W 96000084866
PH 10/15/96
10/15/96

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 2, 1996

JEANNETTE G. ANDREWS, ESQ.
TOOLS FOR CHANGE
6255 NW 7TH AVE
MIAMI, FL 33150

SUBJECT: PROSERVE, INC.
Ref. Number: W96000020799

We have received your document for PROSERVE, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 096A00045077



October 10, 1996

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President

Hosana Butler, Jr.
Secretary

Vernon C. Anderson
Treasurer

Members

Cornelius E. Allen

Roginald Chyns, Esq.

I. Willard Fair

Ronald E. Frazier

Howard V. Gary

Howard Hadley, Jr., M.D.

John A. Hall

George E. Hepburn, Jr.

George F. Knox, Esq.

Ken Mason

Congresswoman Carrie P. Meek

Garth C. Reeves

Nell Robinson

Dorothy Stewart

Karon Johnson Street

Elana H. Black,

Executive Director

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

Attention: Pamela Hall,
Document Specialist

RE: Articles of Incorporation -
ProServe Marketing, Inc.

Dear Ms. Hall:


Per your attached letter of October 2, 1996, please find an original and one copy of the Articles of Incorporation for the above referenced corporation and a Certificate Designating Place of Business and Registered Agent. The filing fee has been previously submitted.

Please file the Articles of Incorporation and Certificate of Designation for the corporation and return a file-marked, certified copy of each document to the following:

Jeannette G. Andrews, Esq.
TOOLS FOR CHANGE
6255 N.W. 7th Avenue
Miami, Florida 33150

Thank you for your attention to this matter.

Sincerely,



Jeannette G. Andrews, Esq.

Encls.

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

ProServe Marketing, Inc.

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SECRETARY OF STATE
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 , **ProServe Marketing, 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 **11762 NORTH KENDALL DRIVE, SUITE 206, MIAMI, FLORIDA 33186.**

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 **11762 NORTH KENDALL DRIVE, SUITE 206, MIAMI, FLORIDA 33186**, and the registered agent at that office is **LESTER BERRY**.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have **TWO (2)** 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:

**LESTER BERRY
11762 NORTH KENDALL DRIVE
SUITE, 206
MIAMI, FLORIDA 33186**

**GINA SMITH-BERRY
11762 NORTH KENDALL DRIVE
SUITE, 206
MIAMI, FLORIDA 33186**

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

**LESTER BERRY
11762 NORTH KENDALL DRIVE
SUITE, 206
MIAMI, FLORIDA 33186**

IN WITNESS WHEREOF, I, **LESTER BERRY**, the undersigned incorporator, have signed these Articles of Incorporation on this 10th day of October, 1996, and acknowledged the same to be my act.


LESTER BERRY

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 10th day of October, 1996 by **LESTER BERRY**, 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**

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OCT 14 AM 10:41

SECRETARY OF STATE
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 **ProServe Marketing, 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 **LESTER BERRY**, at, **11762 NORTH KENDALL DRIVE, SUITE 206** , 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: _____

LESTER BERRY

DATE: _____

10/10/96