



P96000086724

October 15, 1996

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

BOARD OF DIRECTORS

Officers

Dr. Ray Phillips
President
Howard Butler, Jr.
Secretary
Verdell C. Anderson
Treasurer

Members

Cornelia E. Allen
Rogers Clyne, III
Clarence W. Ewell
T. Ward Fox
Ronald E. Frazier
Howard Hadley, Jr. MD
John A. Hall
Ken Mason
Congresswoman Carrie P. Meek
Dr. Rudolph Moore
Garry C. Reeves
Neil Robinson
Dorothy Stewart
Karen Johnson Street
Elaine H. Black
Executive Director

Re: Articles of Incorporation
To Be Filed.

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
	ALL BRIGHT ENTERPRISES, INC.	0150	\$122.50

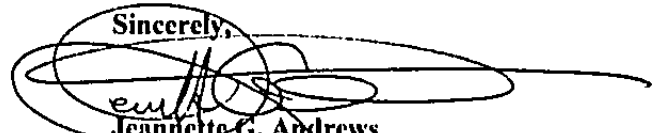
Please file both the Articles and Certificate of Designation for the corporation and return a file-marked certified copy of each document to the following:

1 00001980371--6
-10/18/96--01086--015

Jeannette G. Andrews
Attorney At Law
Tools For Change
6255 Northwest 7th Avenue
Miami, Florida 33150

Thank you for your attention to this matter.

Sincerely,


Jeannette G. Andrews
Attorney At Law

Encls.

OCT 21 1996

BSB

96 OCT 19 PM 3:05
TALLAHASSEE, FLORIDA
FBI

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

ALL BRIGHT ENTERPRISES, INC.

FILED
96 OCT 10 PM 3:05
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 **ALL BRIGHT ENTERPRISES, 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 **1495 NORTHWEST 120TH STREET, NORTH MIAMI, FLORIDA 33167.**

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 **1495 NORTHWEST 120TH STREET, NORTH MIAMI, FLORIDA 33167**, and the registered agent at that office is **RANDOLPH BURRELL, II**.

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:

**RANDOLPH BURRELL, II
1495 NORTHWEST 120TH STREET
NORTH MIAMI, FLORIDA 33167.**

**THOMAS TUCKER
10633 HAMMOCKS BOULEVARD, #1024
MIAMI, FLORIDA 33196**

ARTICLE IX: INCORPORATOR

The Incorporator of the Corporation is as follows:

**RANDOLPH BURRELL, II
1495 NORTHWEST 120TH STREET
NORTH MIAMI, FLORIDA 33167**

IN WITNESS WHEREOF, I, RANDOLPH BURRELL, II, the undersigned incorporator, have signed these Articles of Incorporation on this 7 day of October, 1996, and acknowledged the same to be my act.

x Randolph Burrell II
RANDOLPH BURRELL, II

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 7 day of October, 1996 by **RANDOLPH BURRELL, II**, 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: Geraldine M. Belle

PRINT: Geraldine M. Belle
STATE OF FLORIDA AT LARGE



Geraldine Mathie Belle
My Commission CC877001
Expires Aug. 18, 2000

**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 **ALL BRIGHT ENTERPRISES, 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 **RANDOLPH BURRELL, II**, at **1495 NORTHWEST 120TH STREET**, in the City of **NORTH 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: Randolph Burrell II
RANDOLPH BURRELL, II

DATE: Oct 7th 1996

TO : DEPARTMENT OF STATE
DATE 11.06.96
FOR OFFICIAL USE
NUMBER 71632

P96 0000 86724
STATE OF FLORIDA
OFFICE OF STATE TREASURY
TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	1,440.00	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	1,440.00	OTHER	4

CROSS REF	SAMAS CODE	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00	4	70.00
12	45-20-2-130001-45300000-00-000100-00	1	122.50
12	45-20-2-130001-45300000-00-000100-00	1	122.50
12	45-20-2-130001-45300000-00-000100-00	4	375.00
12	45-20-2-130001-45300000-00-000100-00	1	375.00
12	45-20-2-130001-45300000-00-000100-00	4	375.00

GRAND TOTAL:

\$ 1,440.00

71632-

98 NOV -8 PM 2: 12
OFFICIAL MAILING UNIT

RECEIVED

Process Date: 10/29/96

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

Bill Nelson

State Treasurer

Randolph Burrell
1495 NW 120th Street
Miami, FL 33167

DO NOT



0150

CS-8128/2670

PAY TO THE ORDER OF

RECEIVED
PRESENTED TO

Oct 14 1996

One Hundred Twenty-two Dollars

GREAT WESTERN BANK

001 24 1995

1400 N. 7TH AVENUE
SUITE 100
MIAMI, FL 33136

(P. Y. Key)

FOR AN RENT COPY

0150 #0000012250

EXPENSE ITEM

X DEPT OF STATE 4500453
FOR DEPOSIT ONLY
-10/18/96--01086--015
-----*****122.50

DO NOT SIGN / WRITE / STAMP BELOW THIS LINE
FOR DEPOSIT ONLY

1 20/201/207 22 1030:04:34 026-02 053-00047
BARNETT JAX
08 273691 4957 10-21 JAX FIG
08 273691 10-21 06

01000.001 0109340000
063000047
07 319863 10-24 2313
00005016

*FEDERAL RESERVE BANK REGULATION CC



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 14, 1996

Randolph Burrell
1495 NW 120th St.
Miami, FL 33167

SUBJECT: ALL BRIGHT ENTERPRISES, INC.
Ref. Number: P96000086724

Debit Memo #: 71632-C

This is to inform you that your check #0150 dated October 14, 1996 in the amount of \$122.50 and submitted for ALL BRIGHT ENTERPRISES, INC. has been returned to us by your bank because of Nonsufficient Funds.

We request that you remit a cashier's check or money order in amount of \$137.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashier's check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations
Attn: Melinda Lilliston
P.O. Box 6327
Tallahassee, FL 32314

If you have any questions concerning the returned check, please call
(904) 487-6900.

Sincerely,
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 096A00052007

cc: All Bright Enterprises, Inc.
1495 NW 120th St.
North Miami, Florida 33167



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 17, 1996

Randolph Burrell
1495 NW 120th Street
Miami, FL 33167

SUBJECT: ALL BRIGHT ENTERPRISES, INC.
Ref. Number: P96000086724

Debit Memo #: 71632-C

Due to your failure to respond to our previous letter advising you of the returned check #0150, the Articles of Incorporation for ALL BRIGHT ENTERPRISES, INC. have been cancelled and are considered not filed as of December 17, 1996.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 196A00056138