



# P96000095695

November 12, 1996

## BOARD OF DIRECTORS

### Officers

Dr. Roy Phillips  
President  
Hosea Butler, Jr.  
Secretary  
Verbert C. Anderson  
Treasurer

### Members

Cornelius E. Allen  
Reginald Clyno, Esq.  
T. Willard Fair  
Ronald E. Frazier  
Howard Hadley, Jr., M.D.  
John A. Hall  
Ken Mason  
Congresswoman Carrie P. Meek  
Dr. Rudolph Moore  
Garth C. Reeves  
Neil Robinson  
Dorothea Stewart  
Kaaren Johnson Street  
Elaine H. Black,  
Executive Director

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

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-11/19/96--01047--008  
\*\*\*\*122.50 \*\*\*\*122.50

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 orders or checks for filing fees for the following:

No	Company Name	MO/Ck No.	Amount
1.	PARLOR PROPERTIES, INC.	02-078140495	\$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:

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

Thank you for your attention to this matter.

Sincerely,

Jeannette G. Andrews, Esq.

FILED  
96 NOV 18 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Encls.

NOV 22 1996

B5B

**TOOLS FOR CHANGE**  
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

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

**FILED**

96 NOV 18 PM 3:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OE**

**PARLOR PROPERTIES, 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:

**ARTICLES I: NAME OF THE CORPORATION**

The name of the corporation is, **PARLOR PROPERTIES, 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 **6878 NORTHWEST 173RD DRIVE, SUITE 908, MIAMI LAKES, FLORIDA 33015.**

**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 **6878 NORTHWEST 173 DRIVE, SUITE 908, MIAMI LAKES, FLORIDA 33015** agent at that office is **SUSAN C. PARLOR**.

#### **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:

**SUSAN C. PARLOR  
6878 NORTHWEST 173 DRIVE  
SUITE, 908  
MIAMI LAKES, FLORIDA 33015**

**ARTICLE IX: INCORPORATOR**

**SUSAN C. PARLOR  
6878 NORTHWEST 173 DRIVE  
SUITE, 908  
MIAMI LAKES, FLORIDA 33015**

The incorporators of the Corporation is as follows:

IN WITNESS WHEREOF, I, **SUSAN C. PARLOR**, the undersigned incorporators, have signed these Articles of Incorporation on this 6<sup>th</sup> day of November, 1996, and acknowledged the same to be my act.

  
**SUSAN C. PARLOR**

STATE OF FLORIDA )

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of November, 1996 by , **SUSAN C. PARLOR** 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



**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 **PARLOP PROPERTIES, 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 **SUSAN C. PARLOR**, at **6878 NORTHWEST 173<sup>RD</sup> DRIVE, SUITE 908**, in the City of **MIAMI LAKES**, 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:

*Susan C. Parlor*

**SUSAN C. PARLOR**

DATE:

*11/6/96*