



December 9, 1996

**BOARD OF DIRECTORS**

**Officers**

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

**Members**

Cornelius E. Allen  
Reginald Clyne, Esq.  
Clarence W. Ewell  
T. Willard Fair  
Ronald E. Frazier  
Howard Hadley, Jr., M.D.  
John A. Hall  
Ken Mason  
Congresswoman Carrie P. Meek  
Dr. Rudolph Moise  
Garth C. Reeves  
Nell Robinson  
Dorothea Stewart  
Kareem Johnson Street  
Elaine H. Black,  
Executive Director

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

**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.	NAILS BY DAISY, INC.	415	\$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, 23677--7  
Miami, Florida 33150 305/09/96--01047--002  
\*\*\*\*122.50 \*\*\*\*122.50**

**Thank you for your attention to this matter.**

**Sincerely,**

**Jeannette G. Andrews, Esq.**

**Encls.**

**EFFECTIVE DATE  
1-1-97**

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

6255 N.W. 7th Avenue • Miami, FL 33150 • Telephone: (305) 761-8934 • Facsimile: (305) 761-1619

**FILED  
96 DEC -9 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

*Doc  
12/11*

**EFFECTIVE DATE**  
1-1-97

**FILED**  
96 DEC -9 PM 2: 12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**NAILS BY DAISY, 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, **NAILS BY DAISY, INC.**, hereinafter referred to as the "Corporation".

**ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office **2132 NORTHEAST 123RD STREET, NORTH MIAMI, FLORIDA 33181** and the mailing address of the Corporation is **1351 NORTHEAST MIAMI GARDENS DRIVE, SUITE 903E, NORTH MIAMI BEACH, FLORIDA 33179.**

**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.

ARTICLESVANDERSON

#### **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 **1351 NORTHEAST MIAMI GARDENS DRIVE, SUITE 903E, NORTH MIAMI BEACH, FLORIDA 33179.** , and the registered agent at that office is **DAISY ANDERSON.**

#### **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:

**DAISY ANDERSON  
1351 NORTHEAST MIAMI GARDENS  
DRIVE  
SUITE 903E  
NORTH MIAMI BEACH, FLORIDA 33179**

**DAMARIS JARROSAY  
1351 NORTHEAST MIAMI GARDENS  
DRIVE  
SUITE 903E  
NORTH MIAMI BEACH, FLORIDA 33179**

**ARTICLE IX: EFFECTIVE DATE**

The effective of these Articles of Incorporation is January 1, 1997.

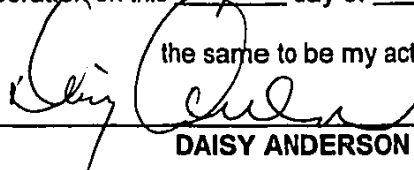
**ARTICLE X: INCORPORATOR**

The incorporator of the Corporation is as follows:

**DAISY ANDERSON  
1351 NORTHEAST MIAMI GARDENS DRIVE  
SUITE 903E  
NORTH MIAMI BEACH, FLORIDA 33179.**

IN WITNESS WHEREOF, I, **DAISY ANDERSON**, the undersigned incorporator, have signed these Articles of Incorporation on this 4 day of December, 1996, and acknowledged

the same to be my act.

  
\_\_\_\_\_  
**DAISY ANDERSON**

STATE OF FLORIDA )

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 4 day of December, 1996 by **DAISY ANDERSON** who personally appeared before me at the time of notarization, and who is personally known to me or who produced a **FLORIDA DRIVERS LICENSE** as identification.

NOTARY PUBLIC:

SIGN: Geraldine M. Belle

PRINT: Geraldine M. Belle  
STATE OF FLORIDA AT LARGE



Geraldine Mathie Belle  
My Commission C0577001  
Expires Aug. 13, 2000

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

FILED  
96 DEC -9 PM 2:12  
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 **NAILS BY DAISY, 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 **DAISY ANDERSON**, at, **1351 NORTHEAST MIAMI GARDENS DRIVE, SUITE 903E**, 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: 

**DAISY ANDERSON**

DATE: December 4, 1996