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FLORIDA DIVISION OF CORPORATIONS
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((H96000017869 4))

STATE
TALLAHASSEE, FLORIDA

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: DAWSON APPRASIAL SERVICES, INC.
AUDIT NUMBER.....H96000017869

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

CERT. COPIES.....1

PAGES..... 4

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

EFFECTIVE DATE

1-1-97

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

DAWSON APPRAISAL SERVICES, 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, **DAWSON APPRAISAL SERVICES, 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 1828 NORTHWEST 182ND STREET, MIAMI, FLORIDA 33064.

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

JEANNETTE G. ANDREWS ESQ
TOOLS FOR CHANGE
6255 N. W. 7TH AVENUE
MIAMI, FL 33160 (305) 751-0734
FL BAR# 0076124

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FILED
DEC 20 1996
CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

EFFECTIVE DATE
1-1-97

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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 1828 NORTHWEST 182ND STREET, MIAMI, FLORIDA 33054, and the registered agent at that office is RENNEE DAWSON.

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.

RENNEE DAWSON
1828 NORTHWEST 182ND STREET
MIAMI, FLORIDA 33054

ALAN DAWSON
1828 NORTHWEST 182ND STREET
MIAMI, FLORIDA 33054

ARTICLE IX: EFFECTIVE DATE

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

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ARTICLE X: INCORPORATOR

**RENNEE DAWSON
1829 NORTHWEST 182ND STREET
MIAMI, FLORIDA 33084**

The incorporators of the Corporation is as follows:

IN WITNESS WHEREOF, I, RENNEE DAWSON, the undersigned incorporators, have signed these Articles of Incorporation on this 20 day of December, 1996, and acknowledged the same to be my act.


RENNEE DAWSON

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 20 day of December, 1996 by, RENNEE DAWSON, 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: 

PRINT: Geraldine M. Bello
STATE OF FLORIDA AT LARGE



Geraldine M. Bello
My Commission C0877801
Expires Aug. 18, 2000

12/20/96

14:19

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**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 48.001 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That **DAWSON APPRAISAL SERVICES, 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 **RENNEE DAWSON** at **1828 NORTHWEST 152ND STREET**, 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:


RENNEE DAWSON

DATE:

December 20, 1996

ARTICLES:DAWSON

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BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President

Hoseda Butler, Jr.
Secretary

Verbert C. Anderson
Treasurer

Members

Cornelius E. Allen

Reginald Clyne, Esq.

I. Willard Fox

John A. Hall

Ken Mason

Congresswoman Carrie P. Meek

Garth C. Reeves

Neil Robinson

Doratha Stewart

David L. Wilson

Elaine H. Black,
Executive Director

March 21, 1997

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

Re: Articles of Incorporation:
DAWSON APPRASIAL SERVICES, INC.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Amended Articles of Incorporation for the above referenced corporations along with check #1305 in the amount of \$35.00 for the filing fee.

Please file the Amended Article and forward verification of filing to the undersigned attorney at:

TOOLS FOR CHANGE
6255 N.W. 7TH AVENUE
MIAMI, FLORIDA 33150

Thank you for your assistance with this matter.

Sincerely,

Jeannette G. Andrews, Esquire

N/C

✓8 MAR 31 1997

TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

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

SEARCHED INDEXED
SERIALIZED FILED
MAR 26 1997
TALLAHASSEE, FLORIDA

FILED
97 MAR 26 AM 8:44
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
DAWSON APPRASIAL SERVICES, INC.

FILED
97 MAR 26 AM 8:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

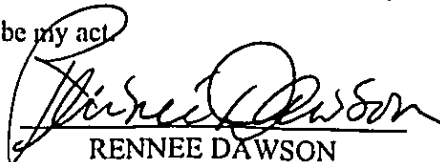
Pursuant to the provisions of Chapter 607.1001 et seq. of the Florida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is DAWSON APPRASIAL SERVICES, INC..
2. The following amendment to the Articles of Incorporation was adopted by the Board of Directors of the corporation on February 21, 1997, in the manner prescribed by the Florida business Corporation Act:

"ARTICLE I: NAME, is hereby amended to indicate that the name of the corporation shall be: "DAWSON PROFESSIONAL SERVICES, INC."

3. The shareholders are not required to vote on the amendment to the Articles of Incorporation.

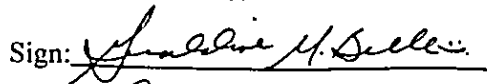
IN WITNESS WHEREOF, I, RENNEE DAWSON, president of DAWSON APPRASIAL, INC. have signed these Articles of Amendment on this 21 day of March, 1997, and acknowledge the same to be my act.


RENNEE DAWSON

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 21 day of March, 1997 by RENNEE DAWSON, as President of DAWSON APPRASIAL, INC., a Florida corporation, on behalf of the corporation. She personally appeared before me at the time of the notarization, and is personally known to me or has produced a Florida Driver's License.

NOTARY PUBLIC:

Sign: 

Print: Geraldine M. Belle

