



December 30, 1996

97 JAN -2 PM 3:24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

1-1-97

**BOARD OF DIRECTORS**

**Officers**

Dr. Roy Phillips  
President

Mosera Butler, Jr.  
Secretary

Verbert C. Anderson  
Treasurer

**Members**

Cornelius E. Allen

Reginald Clyne, Esq.

T. Willard For

John A. Hall

Ken Mason

Congresswoman Carrie P. Meek

Garth C. Reeves

Nell Robinson

Dorothy Stewart

David L. Wilson

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
	LECOUNTE ENTERPRISES, INC.	5174	\$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.

Encls.

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\*\*\*\*122.50 \*\*\*\*122.50

1/8/97

**TOOLS FOR CHANGE**

BLACK ECONOMIC DEVELOPMENT COALITION, INC.

**ARTICLES OF INCORPORATION**

**OE**

**LECOUNTE ENTERPRISES, INC.**

**FILED**

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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:

EFFECTIVE DATE  
1-1-97

**ARTICLE I: NAME OF THE CORPORATION**

The name of the corporation is **LECOUNTE ENTERPRISES, INC.**, hereinafter referred to as the "Corporation".

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

The address of the principal office of **14612 NORTHWEST 7TH AVENUE, MIAMI, FLORIDA 33168** and the mailing address of the Corporation is, **835 NORTHWEST 47TH STREET, MIAMI, FLORIDA 33127.**

**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 **835 NORTHWEST 47TH STREET**, and the registered agent at that office is **ERNEST LECOUNTE**.

#### **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:

**ERNEST LECOUNTE  
835 NORTHWEST 47TH STREET  
MIAMI, FL 33127**

**ARTICLE IX: INCORPORATOR**

The incorporator of the Corporation is as follows:

**ERNEST LECOUNTE  
835 NORTHWEST 47TH STREET  
MIAMI, FLORIDA 33127**

**ARTICLE X: EFFECTIVE DATE**

The effective date of these articles is January 1, 1997.

IN WITNESS WHEREOF, I, ERNEST LECOUNTE, the undersigned incorporator, have signed these Articles of Incorporation on this 24<sup>th</sup> day of December, 1996, and acknowledged the same to be my act.

Ernest Lecounte  
ERNEST LECOUNTE

STATE OF FLORIDA )

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of December, 1996 by ERNEST LECOUNTE, 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: Ruby LeCounte

PRINT: Ruby LeCounte

STATE OF FLORIDA AT LARGE

**RUDY LECOUNTE**  
Notary Public, State of Florida  
My Comm. expires Apr 24, 1998  
No. CC366897

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

**FILED**

97 JAN -2 PM 3:24

SECOND JUDICIAL CIRCUIT  
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 **LECOUNTE 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 **ERNEST LECOUNTE**, at **835 NORTHWEST 47TH 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: Ernest Lecounte  
**ERNEST LECOUNTE**

DATE: 12-24-96