

# 7000048985

May 29, 1997

**BOARD OF DIRECTORS**

**Officers**

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

**Members**

Cornelius E. Allen  
 Reginald Cyne, Esq.  
 T. Wilford Fair  
 John A. Hall  
 Ken Mason  
 Congresswoman Carrie P. Meek  
 Garth C. Reeves  
 Neil Robinson  
 Dorothea Stewart  
 David L. Wilson  
 Elaine H. Black,  
 Executive Director

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

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 -06/02/97--01045--007  
 \*\*\*\*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 a money order for filing fees for the following:

No	Company Name	CK No.	Amount
1.	NEW KINGSTON CAFE, INC.	145	\$122.50
2.	AL'S MOBILE CAR CARE, INC.	490	\$122.50
3.	JB'S FITNESS, INC.	473	\$122.50
4.	A. B. Incorporated	293	\$122.50
5.	SIMPLY ELEGANT GIFT BASKET CO.	579	\$122.50
	<b>TOTAL</b>		<b>\$612.50</b>

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.

FILED  
 97 JUN -2 AM 8:12  
 SECRET  
 TALLAHASSEE, FLORIDA

**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

NEW KINGSTON CAFE, INC.

FILED  
97 JUN -2 AM 9:12  
SECRET  
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 NEW KINGSTON CAFE, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of Corporation is 206 Lake Pointe Drive, #206, Oakland Park, Florida, 33309.

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, is 206 Lake Pointe Drive, #206, Oakland Park, FL, 33309, and the registered agent at that office is LINCOLN LANGLEY.

#### 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:

LINCOLN LANGLEY  
206 Lake Pointe Drive, #206  
Oakland Park, FL 33309

ROLAND CONKLIN  
206 Lake Pointe Drive, #206  
Oakland Park, FL 33309

ARTICLE IX: INCORPORATORS

The incorporators of the Corporation are as follows:

LINCOLN LANGLEY  
206 Lake Pointe Drive, #206  
Oakland Park, FL 33309

ROLAND CONKLIN  
206 Lake Pointe Drive, #206  
Oakland Park, FL 33309

IN WITNESS WHEREOF, WE, LINCOLN LANGLEY and ROLAND CONKLIN, the undersigned incorporators, have signed these Articles of Incorporation on this 29 day of May, 1997, and acknowledged the same to be our acts.

Lincoln Langley  
LINCOLN LANGLEY

Roland Conklin  
ROLAND CONKLIN

STATE OF FLORIDA )

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 27 day of May, 1997 by LINCOLN LANGLEY and ROLAND CONKLIN, who personally appeared before me at the time of notarization, and who are personally known to me or who produced FLORIDA DRIVER'S LICENSES respectively as identification.

NOTARY PUBLIC:

SIGN: Geraldine M. Bello

PRINT: Geraldine M. Bello  
STATE OF FLORIDA AT LARGE



Geraldine Mathie Bello  
My Commission CC877991  
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

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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 NEW KINGSTON CAFE, INC., desiring to organize under the laws of the State of Florida with its principal office 206 LAKE POINTE DRIVE, #206, as indicated in the Articles of Incorporation at City of OAKLAND PARK, County of BROWARD, State of Florida, has named LINCOLN LANGLEY, at 206 LAKE POINTE DRIVE, #206, in the City of OAKLAND PARK, County of BROWARD, 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: Lincoln Langley  
LINCOLN LANGLEY

DATE: May 22, 1997