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Tools For Change
Black Economic Development
Coalition, Inc.
JEANNETTE G. ANDREWS, ESQ.
6255 N. W. Seventh Avenue
Miami, FL 33150

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Office Use Only

BER(S), (if known):

- 1. _____ (Corporation Name) (Document #)
- 2. _____ (Corporation Name) (Document #)
- 3. _____ (Corporation Name) (Document #)
- 4. _____ (Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Certified Copy
- Photocopy
- Certificate of Status

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/ Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/ QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 AM 9:33

Examiner's Initials

gja/24/97

ARTICLES OF INCORPORATION

OF

B.K. ONE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 AM 9:34

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 B.K. ONE, 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 18714 NW 32nd Place, Miami, FL, 33056.

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 18714 NW 32nd Place, Miami, FL, 33056, and the registered agent at that office is WILBUR CURTIS KEGLER, JR.

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:

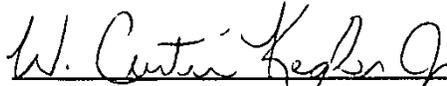
WILBUR CURTIS KEGLER, JR.
18714 NW 32nd Place
Miami, FL 33056

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

WILBUR CURTIS KEGLER, JR.
18714 NW 32nd Place
Miami, FL 33056

IN WITNESS WHEREOF, I, WILBUR CURTIS KEGLER, JR., the undersigned incorporator,
have signed these Articles of Incorporation on this 18 day of September, 1997, and
acknowledged the same to be my act.

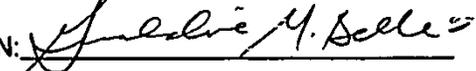

WILBUR CURTIS KEGLER, JR.

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 18 day of September
1997 by WILBUR CURTIS KEGLER, JR., 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 Mathis Belle
STATE OF FLORIDA AT LARGE



Geraldine Mathis Belle
My Commission CC677001
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

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 B.K. ONE, INC., desiring to organize under the laws of the State of Florida with its principal office 18714 NW 32ND PLACE, as indicated in the Articles of Incorporation at City of MIAMI, County of DADE, State of Florida, has named WILBUR CURTIS KEGLER, JR., at 18714 NW 32ND PLACE, 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: W. Curtis Kegler, Jr.
WILBUR CURTIS KEGLER, JR.

DATE: 9/18/97