



P 98000075834

August 24, 1998

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 27 PM 3:10

**BOARD OF DIRECTORS**

**Officers**

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

**Members**

Cornelius E. Allen  
Reginald Clyné, Esq.  
T. Willard Fair  
John A. Hall  
Ken Mason  
Congresswoman Carrie P. Meek  
Garth C. Reeves  
Neill Robinson  
Dorothea 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:  
MAHOGANY WOOD CRAFTS, INC.

800002626528--2  
-08/27/98--01042--019  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificate Designating Place of Business for the above-referenced corporation along with check #456 in the sum of \$122.50 for filing fee.

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:

STANLEY B. LEWIS  
ATTORNEY AT LAW  
TOOLS FOR CHANGE  
P.O. Box 510605  
Miami, Florida 33151

Thank you for your attention to this matter.

Sincerely,

*Stanley B. Lewis*  
Stanley B. Lewis  
Attorney at Law

Encls. (3)

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

ARTICLES OF INCORPORATION

OF

MAHOGANY WOOD CRAFTS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 27 PM 3:10

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 MAHOGANY WOOD CRAFTS, 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 4931 NW 177 Street, Miami, FL 33055.

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 Twenty Thousand (20,000) 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 4931 NW 177 Street, Miami, FL 33055 and VAUGHN K. MINNIS is the registered agent at that office.

**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:

VAUGHN MINNIS  
4931 NW 177 Street  
Miami, FL 33056

**ARTICLE IX - AMENDMENTS**

These Articles of Incorporation may be amended by the share-

holders or board of directors, in the manner now or hereinafter prescribed by statute or set forth in the Corporation's ByLaws, so long as same does not conflict with the Florida Statutes.

ARTICLE X: INCORPORATOR

The incorporator of the Corporation is as follows:

VAUGHN MINNIS  
4931 NW 177 Street  
Miami, FL 33056

IN WITNESS WHEREOF, I, VAUGHN MINNIS, the undersigned incorporator, have signed these Articles of Incorporation on this 12<sup>th</sup> day of August 1998 and acknowledged the same to be my act.

Vaughn Minnis  
VAUGHN MINNIS

STATE OF FLORIDA    )  
COUNTY OF DADE     )

The foregoing instrument was sworn to before me this 12<sup>th</sup> day of August, 1998 by VAUGHN MINNIS, who personally appeared before me at the time of notarization, and who has provided Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: STANLEY B. LEWIS  
STATE OF FLORIDA AT LARGE



STANLEY B LEWIS  
My Commission CC407757  
Expires Sep. 18, 1998  
Bonded by HAI  
800-422-1555

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 23 PM 3:10

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 MAHOGANY WOOD CRAFTS, 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 VAUGHN MINNIS located at 4931 NW 177 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:     Vaughn Minnis      
VAUGHN MINNIS

DATE:     8/12/98