



P98000082077

September 16, 1998

BOARD OF DIRECTORS

Officers

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

Members

Reginald Clyne, Esq.  
John A. Hall  
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

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-09/21/98--01049--011  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation:  
BOUDOIR BROWNE, INC.

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 #0126 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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 SEP 21 PM 1:31

Encls. (3)

**TOOLS FOR CHANGE**

BLACK ECONOMIC DEVELOPMENT COALITION, INC.

Handwritten initials and numbers: 9-22, 502

ARTICLES OF INCORPORATION

OF

BOUDOIR BROWNE, INC.

FILED STATE  
SECRETARY OF CORPORATIONS  
98 SEP 21 PM 1:31

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 BOUDOIR BROWNE, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the Corporation is at 18200 NW 27<sup>th</sup> Avenue, Miami, Florida 33055 and the mailing address is 5020 NW 183<sup>rd</sup> Street, Miami, Florida 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 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

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 18200 NW 27th Avenue, Miami, Florida 33055, and JENICE AMBEY 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:

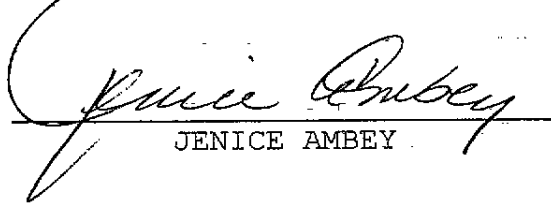
JENICE AMBEY  
18200 NW 27th Avenue  
Miami, Florida 33055

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

JENICE AMBEY  
18200 NW 27<sup>th</sup> Avenue  
Miami, Florida 33055

IN WITNESS WHEREOF, I, JENICE AMBEY, the undersigned incorporator, have signed these Articles of Incorporation on this 15<sup>th</sup> day of September, 1998 and acknowledged the same to be my act.

  
JENICE AMBEY

STATE OF FLORIDA )  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of September 1998 by JENICE AMBEY, who personally appeared before me at the time of notarization, and who has produced a 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 CC407787  
Expires Sep. 18, 1998  
Bonded by HAI  
800-422-1555

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 Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That BOUDOIR BROWNE, 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 JENICE AMBEY located at 18200 NW 27th Avenue 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 to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office

BY: Jenice Ambey  
JENICE AMBEY

DATE: September 21, 1998

FILED  
DIVISION OF STATE  
SECRETARY OF CORPORATIONS  
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