



P98000093826

October 28, 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

Re: Articles of Incorporation:
ADCO ENTERPRISES, INC.

900002679289--6

-11/03/98-01072-003

*****78.75 *****78.75

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 Money Order # 02-602902495 in the sum of \$78.75 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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 NOV -3 AM 10:35

FILED

Encls. (3)

TOOLS FOR CHANGE

BLACK ECONOMIC DEVELOPMENT COALITION, INC.

TA-11/5/98

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ADCO ENTERPRISES, INC.

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 ADCO ENTERPRISES, 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 1041 Woodfall Court, Weston, FL 33326.

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 1041 Woodfall Court, Weston, FL 33326; and the registered agent at that office is DIEGO ADAMES.

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:

DIEGO ADAMES
1041 Woodfall Court
Weston, FL 33326

LINDA COLON-ADAMES
1041 Woodfall Court
Weston, FL 33326

ARTICLE IX: INCORPORATOR

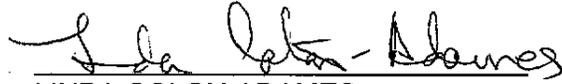
The incorporators of the Corporation are as follows:

DIEGO ADAMES
1041 Woodfall Court
Weston, FL 33326

LINDA COLON-ADAMES
1041 Woodfall Court
Weston, FL 33326

IN WITNESS WHEREOF, We, DIEGO ADAMES and LINDA COLON-ADAMES , the undersigned incorporators, have signed these Articles of Incorporation on this 27th day of October, 1998, and acknowledged the same to be my act.


DIEGO ADAMES


LINDA COLON-ADAMES

STATE OF FLORIDA)

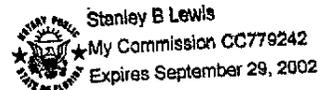
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 27th day of October, 1998 by DIEGO ADAMES and LINDA COLON-ADAMES, who personally appeared before me at the time of notarization, and who are personally known to me or who produced FLORIDA DRIVER'S LICENSES as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: Stanley B. Lewis
STATE OF FLORIDA AT LARGE



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

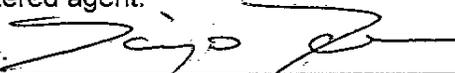
Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That ADCO ENTERPRISES, INC. desiring to organize under the laws of the State of Florida with its principal office at 1041 Woodfall Court; as indicated in the Articles of Incorporation at City of Weston, County of Broward, State of Florida, has named DIEGO ADAMES, at 1041 Woodfall Court in the City of Weston, 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: 
DIEGO ADAMES

DATE: 10-27-98

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA