

NO0000005283

From: JOE TURNER
VISION & HOPE INC.
6135 NW 186 ST, MIAMI, FL

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SECRETARY OF STATE
TALLAHASSEE FL 32399

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Vision and Hope, Inc. (Corporation Name) 400003348454--0 (Document #)

2. _____ (Corporation Name) _____ (Document #)

3. _____ (Corporation Name) _____ (Document #) 400003348454--0
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NEW FILINGS

- Profit
- Not for Profit
- 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

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

8-11
WCC

ARTICLES OF INCORPORATION

VISION AND HOPE, INC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I Name and Object

Section 1. The name of the organization shall be "Vision and Hope, Inc., herein referred to as the "Vision and Hope", located at 6135 NW 186th Street, FL 33055.

Section 2. The purpose of Vision and Hope shall be to provide social and human services to meet the needs of the community. Without limiting the generality of such purposes, the Vision and Hope intends:

1. To promote the development of adequate Assisted Living/24-Hour Day Care for senior citizens, and low-cost housing to meet the needs of the poor, elderly, and low-income residents of South Florida;
2. To engage in the organization of non-profit housing developments with residents ownership, and to engage in the organization or creation of non-profit rental housing for the elderly, homeless, and moderate and lower income persons;
3. To assist low-income individuals and groups to become self-sufficient in order to own, manage and operate housing and other related enterprises in the State of Florida, and,
4. To assist in obtaining the financial and other support required for the purpose of the corporation.

Section 3. Vision and Hope, Inc. shall be a non-profit Vision and Hope under the control and direction of a volunteer Board of Directors.

Section 4. To accomplish its purposes, the organization may establish and provide for the conduct and maintenance of its work in one or more sections of Miami-Dade County, FL, and for particular groups of persons.

Section 5. The Vision and Hope shall have perpetual existence.

Section 6. The purposes for which Vision and Hope, Inc. is organized are exclusively religious, charitable, scientific, literary, and educational within the meanings of Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue law.

J.S.
A.J.
[Signature]

Section 7. Notwithstanding any other provision of these Articles, this organization shall not carry on any other activities not permitted by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE II
Property

Section 1. The Vision and Hope may hold or dispose of such property, real or personal, as may be given, divided, or bequeathed to it or entrusted to its care and keeping; may purchase, acquire, and dispose of such property as may be necessary to carry out the purpose of the organization; and may manage, control and utilize the same in accordance with the provisions of Article III.

Section 2. The highest amount of indebtedness or liability to which the Vision and Hope may at any time subject itself shall never be greater than two-thirds (2/3) of the value of the assets of the organization.

ARTICLE III
Management

Section 1. The management of the Vision and Hope shall be vested in a Board of Directors, consisting of not more than seven (7), not more than nine (9), elected by the Board of Directors, or otherwise in such manner and for such terms not exceeding three (3) years, as the Bylaws may provide.

Each director must possess the qualifications for voting membership in the Vision and Hope.

- a) The Board of Directors shall have and exercise all the powers necessary to control the work and policy of the Institute in all its details, including the appointment of Standing and Special Committees. No contract, debt or obligation shall be binding unless contracted under authority of the Board.
- b) The Board of Directors shall have the power to fill, for the unexpired terms, all vacancies occurring in their number between annual elections. They shall have the authority to make Bylaws for the governance of the Vision and Hope not inconsistent with the Articles of Incorporation.

Q J.S.
AJ
KMA

Section 2. The officers of the Board of Directors shall be the President, Vice President, Secretary and Treasurer, chosen from their number as provided for in the Bylaws. These shall also be the officers of the Vision and Hope

Section 3. The names and addresses of the persons who shall serve as the initial directors of the corporation are as follows:

<u>Joseph D. Turner</u> Chairman	6135 NW 186 th St., Apt. 302 Miami, FL 33015
<u>Jerry Smith</u> Vice Chairman	2676 SW 129 th Terrace Miramar, FL 33027
<u>Alfrieda Johnson</u> Secretary	26224 SW 133 rd Place Homestead, FL 33032
<u>Kelsey Major</u> Assistant Secretary	313 NW 132 nd Place Miami, FL 33182
<u>Harold Goldson</u> Treasurer	3541 SW 146 th Terrace Miami, FL 33027

ARTICLE IV Membership

Section 1. The voting membership of this Corporation shall consist of the Board of Directors as elected from time to time.

Section 2. Additionally, non-voting classes of membership may be established by the Board of Directors consisting of persons who are desirous of furthering the objectives of the corporation. Such members shall participate in the affairs of the corporation as provided for in its Bylaws.

ARTICLE V Meetings of the Institute

Section 1. There shall be an Annual Meeting of the Vision and Hope, Inc. within 90 days after the close of the fiscal year, at which time the Board of Directors shall report to the community the status of the organization. Notice of this meeting shall be publicized at least four (4) weeks in advance.

Section 2. The Vision and Hope may hold such other meetings of the organization as may be provided for in the Bylaws.

J.S.
AJ
[Signature]

- Section 3.** Special meetings of the Vision and Hope may be called by the President or by order of the Board of Directors. Upon written request of one-half of Board of Directors of the Institute, the President or Secretary shall call a meeting specifying the object, which shall be incorporated in the notice. A notice of such meeting shall also be mailed to every voting member at least five (5) days in advance of the meeting. No business shall be transacted at such meeting, except that for which the call is issued.
- Section 4.** One-half of the Board of Directors shall constitute a quorum at any meeting called by the voting members of the Vision and Hope.
- Section 5.** A written record of the attendance and business transacted at all regular and special meetings of the Vision and Hope shall be maintained and filed with the Minutes of the Board of Directors.

ARTICLE VI
Dissolution




- Section 1.** Upon dissolution of this corporation, the Board of Directors, after paying or making provisions for the payment of liabilities of the corporation pursuant to operational law, shall distribute all assets exclusively to Vision and Hope a not for profit organization exempt under Section 501(c)(3) of the Internal Revenue Code, provided that this corporation retains discretion and control over the terminal use of said contributions prior to dissolution.

ARTICLE VII
Amendments

- Section 1.** The Articles of Incorporation may be amended by vote of two-thirds (2/3) of the Board of Directors present at any regularly constituted meeting of the Vision and Hope, provided such amendment shall have been submitted by the Board of Directors. Amendments must be submitted in writing to the Directors no earlier than thirty (30) days and no later than seven (7) days prior to a meeting.

ARTICLE VIII
Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent are: Rev. Joe Turner, Miami, FL 33055.

 J.S.
 A.J.


ARTICLE IX
Incorporators

The undersigned subscribing incorporators have hereunto set their hands and seals this 20 day of July, 2000, for the purpose of forming this not for profit corporation, under the laws of the State of Florida. The names and addresses of the Incorporators to these Articles of Incorporation are:

Joseph D. Turner
Chairman

6135 NW 186th St., Apt. 302
Miami, FL 33015

Jerry Smith
Vice Chairman

2676 SW 129th Terrace
Miramar, FL 33027

Alfrieda Johnson
Secretary

26224 SW 133rd Place
Homestead, FL 33032

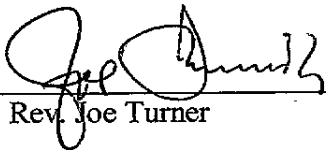
Kelsey Major
Assistant Secretary

313 NW 132nd Place
Miami, FL 33182

Harold Goldson
Treasurer

3541 SW 146th Terrace
Miami, FL 33027

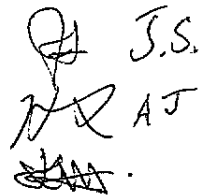
Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Rev. Joe Turner

7/20/00

Date



STATE OF FLORIDA

) Joseph D. Turner

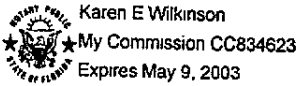
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public, personally appeared Rev. Joseph D. Turner who is personally known to me or who has produced T656-484-67-468-0 D.L.# as identification, and who acknowledged before me that he subscribed to the foregoing Articles of Incorporation.

WITNESS my hand and official seal, this 28 day of July, 2000.

Karen E. Wilkinson
Notary Public - State of Florida

My commission expires:



STATE OF FLORIDA

) Jerry Smith

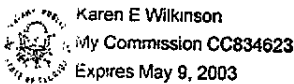
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public, personally appeared Jerry Smith is personally known to me or who has produced DRIVERS LICENSE SS30-420-63-0SI-DAS identification, and who acknowledged before me that he subscribed to the foregoing Articles of Incorporation.

WITNESS my hand and official seal, this 4 day of AUGUST, 2000.

Karen E. Wilkinson
Notary Public - State of Florida

My commission expires:



Q J.S.
AJ
[Signature]

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

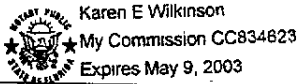
Alfrieda Johnson

BEFORE ME, a Notary Public, personally appeared Alfrieda Johnson who is personally known to me or who has produced D.L. # G615-01763-921-0 as identification, and who acknowledged before me that she subscribed to the foregoing Articles of Incorporation.

WITNESS my hand and official seal, this 4 day of August, 2000.

Karen E. Wilkinson
Notary Public - State of Florida

My commission expires:



STATE OF FLORIDA

COUNTY OF MIAMI-DADE

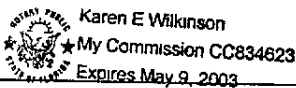
Kelsey Major

BEFORE ME, a Notary Public, personally appeared Kelsey Major, who is personally known to me or who has produced DL # M260-501-69-066-0 as identification, and who acknowledged before me that he subscribed to the foregoing Articles of Incorporation.

WITNESS my hand and official seal, this 4 day of August, 2000.

Karen E. Wilkinson
Notary Public - State of Florida

My commission expires:



Q J.S.
W AJ
SA

STATE OF FLORIDA

Harold Goldson


COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public, personally appeared Harold Goldson, who is personally known to me or who has produced DL# G432-359-47-205-0 as identification, and who acknowledged before me that he subscribed to the foregoing Articles of Incorporation.

WITNESS my hand and official seal, this 4 day of August, 2000.

Karen E. Wilkinson
Notary Public - State of Florida

My commission expires:

 Karen E Wilkinson
My Commission CC834623
Expires May 9, 2003

HA J.S. AJ
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