

305) 751-8934

March 27, 2000

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

300003190033-2
-03/30/00-01072-001
****140.00 *****70.00

**Re: Articles of Incorporation
To Be Filed.**

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificates Designating Place of Business, and a money order for filing fees for the following:

No	Company Name	CK/MO#	Amount
1.	7 STEPH WILL CO.		\$70.00
2.	VIRTUOUS WOMEN, INC.		\$70.00
	TOTAL	5584	\$140.00

Please file both the Articles and Certificate of Designation for the corporation and return a filed copy of each document to the following:

Jeannette G. Andrews-Thompson, Esq.
Tools For Change
6015 NW 7th Ave.
Miami, Florida 33127

Thank you for your attention to this matter.

Sincerely,
TOOLS FOR CHANGE

Jeannette G. Andrews-Thompson, Esq.
Legal Department

Encls.

FILED
00 APR 17 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch APR 18 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 4, 2000

JEANNETTE G. ANDREWS-THOMPSON
C/O TOOLS FOR CHANGE
6015 NW 7TH AVE
MIAMI, FL 33127

SUBJECT: VIRTUOUS WOMWN, INC.
Ref. Number: W00000008921

We have received your document for VIRTUOUS WOMWN, INC. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 500A00018325

FILED

00 APR 17 AM 8:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
VIRTUOUS WOMEN HOUSE OF WISDOM, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned, acting as the incorporator of a not for profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I: NAME

The name of the Corporation shall be: VIRTUOUS WOMEN HOUSE OF WISDOM, 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 P.O. Box 823864, Pembroke Pines, FL 33082.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSES

The Corporation is organized and operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE VI: MEMBERSHIP

The corporation shall be a non-membership.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 2264 SW 182nd Way, Miramar, FL 33029; and Esther Laverne Johnson is the registered agent of the Corporation at that address.

ARTICLE VIII: BOARD OF DIRECTORS

The Board of Directors shall consist of three (3) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the bylaws. The initial Board of Directors shall consist of the following:

Debra Plummer
4501 NW 24th Avenue
Miami, FL 33142

Ruth Turner
The Ansin Bldg.
3250 SW 3rd Avenue
Miami, FL 33129

Angela Harris
2460 NW 159th Street
Miami, FL 33054

ARTICLE IX: OFFICERS

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be provided by the bylaws.

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XII: INCORPORATOR

The incorporator of the Corporation is as follows:

Esther Laverne Johnson
2264 SW 182nd Way
Miramar, FL 33029

IN WITNESS WHEREOF, I, Esther Laverne Johnson, the undersigned incorporator to these Articles of Incorporation, have affixed my signature thereto on 3/21/2000, 2000.

Esther L Johnson
Esther Laverne Johnson

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to before me this 21st day of March, 2000, by Esther Laverne Johnson, who personally appeared before me at the time of notarization, and who is personally known to me or have produced a Florida Identification Card as identification.

NOTARY PUBLIC:

SIGN: [Signature]

PRINT: Jeannette G. Andrews-Thompson

STATE OF FLORIDA AT LARGE



Jeannette G Andrews-
Thompson
My Commission CC613889
Expires March 2, 2003

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 Sections 48.091 and 617.0501, Florida Statutes, the following is submitted in compliance with said Acts:

First--That VIRTUOUS WOMEN HOUSE OF WISDOM, 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 Miramar; County of Broward, State of Florida, has named Esther Laverne Johnson, at 2264 SW 182nd Way, in the City of Miramar, County of Broward, 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: Esther L Johnson
Esther Laverne Johnson

DATED: 3/21/00

FILED
00 APR 17 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA