

NO1000002304

September 4, 2001

Dept. of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL. 32314

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-09/05/01--01092--001
*****35.00 *****35.00

To Whom It May Concern:

I am enclosing information regarding the amendment to the Articles of Corporation for "W.A.M. Self-Empowerment Course, Inc." I am enclosing my amended articles of corporations, and the check for \$35.

I can be reached at (904)276-6674 or 213-1782 if there are any questions you may have concerning this matter. My mailing address is:

W.A.M. Self-Empowerment Course, Inc.
1062 Lana Ct.
Orange Park, FL. 32065

Thanking you in advance,

LaDon V. Thompson

FILED
01 SEP 27 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended & Restated

T BROWN SEP 28 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 12, 2001

LADON V. THOMPSON
W.A.M. SELF-EMPOWERMENT COURSE, INC.
1062 LANA CT.
ORANGE PARK, FL 32065

SUBJECT: W.A.M. SELF-EMPOWERMENT COURSE, INC.
Ref. Number: N01000002304

We have received your document for W.A.M. SELF-EMPOWERMENT COURSE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document Amended and Restated Articles of Incorporation.

If the Restated Articles were adopted by the directors and do not contain any amendments requiring member approval, a statement to that effect must be contained in the document.

Restated Articles of Incorporation should include the manner in which directors are to be elected or appointed. The restated articles may provide that the method of election of the directors is as stated in the bylaws.

Please return 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) 245-6869.

Teresa Brown
Corporate Specialist

Letter Number: 901A00051239

September 14, 2001

FILED
01 SEP 27 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

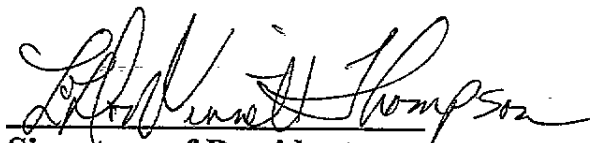
Amended & Restated Articles

OF

"W.A.M. Self-Empowerment Course, INC."

Document No. N01000002304

The date of adoption was July 28, 2001. The amended and restated have been adopted by the directors, therefore, do not require member approval.


Signature of President

LaDon V. Thompson
Printed name
date: 9-14-01

**AMENDED AND RESTATED ARTICLES
OF
W.A.M. SELF-EMPOWERMENT COURSE, INC.**

To the Secretary of State,
State of Florida

Effective date July 28, 2001

This restatement accurately copies the articles and all amendments thereto in effect at the date of the restatement, without substantive change, except as made by any new amendments, indicated below. Each amendment has been effected in conformity to IRS guideline to receive a non-profit status.

The restated articles have been adopted by the directors, therefore, the restated articles do not require member approval. There are no members.

ARTICLE I. NAME

The name of this Nonprofit Corporation is: W.A.M. SELF-EMPOWERMENT COURSE, INC.

ARTICLE II REGISTERED OFFICE

The registered agent will be: LaDon V. Thompson

The initial registered office is: 1062 Lana CT. Orange Park, Florida 32065

ARTICLE III. PURPOSE

Said organization is organized exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organization under section 501© (3) of the Internal Revenue Code.

This corporation is organized to: empower and encourage young ladies (ages 12-19) for excellence in life, through courses on self-esteem, self-motivation, self-confidence, self-respect and self-improvement, W.A.M. I've Got The Power Rap Sessions, day of beauty, fashion shows, correspondence courses (young ladies who which to take the 6-week course by mail), day of etiquette, banquet award ceremony, game day, newsletter and health fair. (This fair will inform young ladies of the importance of drug awareness, STD's, self-breast examination and other awareness programs.

We expect to receive funds from the Parish, State, Federal grants, corporate donations, churches and public fund-raisers

ARTICLE IV. RIGHTS

This corporation is organized on a non-stock basis.

It shall have the right to possess, buy, mortgage, sell, lease, barter and exchange real and personal property, to borrow money collect funds, receive gifts and legacies as it may judge necessary for the attainment of these purposes.

This corporation is organized and operated exclusively for religious purposes. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501© purposes. No substantial part of the activities of the organization shall be the carrying on

or propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501(c) (3) of the Internal Revenue Code or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

MEMBERSHIP – Anyone desiring to be a member, is free to join. No voting will be taken for membership. The organization reserves the right to have a membership fee.

TERMS OF MEMBERSHIP - a member shall retain membership as long as she support the Ministry spiritually and financially. And as long as her ideas and conduct is conducive to the advancement of the Ministry.

ARTICLE V. INCORPORATORS

The individual acting as the incorporate of this nonprofit corporation is:

NAME	ADDRESS
Minister LaDon V. Thompson	1062 Lana CT., Orange Park, Florida 32065

ARTICLE VI. BOARD OF DIRECTORS

Minister LaDon V. Thompson, President	1062 Lana CT., Orange Park, Florida 32065
Mr. Bruce F. Thompson, Vice-President	1062 Lana Ct., Orange Park, Florida 32065
Mrs. Tabitha Johnson, Board Member	530 Madeira Dr., Orange Park, FL 32073
Apostle Clarence Vinnett, Board Member/Advisor -	#21 Elmwood Ct. Destrehan, LA 70047
Dr. Brenda Donald, Board Member/Sec.	4375 Confederate Pt. Apt 20w, Jacksonville, FL 32210

The method of election or appointment of directors is as stated in the bylaws.

ARTICLE VII. MANAGEMENT OF AFFAIRS

The management of the affairs of the Corporation is vested in the President (Chairman of the Board) and the Board of Directors. The provisions contained in its Constitution and Bylaws shall govern the corporation. The President, until her voluntary resignation or death is Minister LaDon V. Thompson.

Robert's Rule of Order governs all parliamentary procedures.

ARTICLE VIII. MEETINGS

The annual meeting and special meetings of the corporation shall be held at such times as stated in the Constitution and Bylaws. No meetings will be called without the President's knowledge, her presence, and approval.

ARTICLE IX. PROPERTY

Section 1. The President and one other Board Member or officers, or treasurer shall sign documents relating to the conveying or encumbering real estate.

Section 2. All property of this Corporation should be recorded in the name of the Corporation. In the event of a defection of any members of this Corporation from its affiliation with W.A.M. Self-empowerment Course, Inc. The title of all Corporation property, real or personal shall remain with those members retaining affiliation with W.A.M. Self-Empowerment Course, Inc.

ARTICLE X. DISSOLUTION

In the event of dissolution of this Nonprofit Corporation, all its property shall pass to an organization as determined by the Board of Directors of this Corporation whose purpose is in harmony with the full gospel message as outlined in this Corporation's Articles of Faith. Such organization must be organized and operated exclusively for the purposes specified in Section 501©(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose.

No Officers, President, Board Members, nor member of this non-profit corporation shall be responsible for debts occurred by the corporation.

ARTICLE XI. AMENDMENTS

These articles may be amended by a simple majority vote of the president and Board of Directors present at a duly called meeting where all Board members are notified, in written form, a minimum of five days prior to the meeting.

ARTICLE XII. AFFILIATION

This nonprofit Corporation Helping Hand Ministries, Inc. Is a subordinate member of Daughters of Esther Fellowship International, Inc. Group Covering and is pledged to promote and fulfill its purposes in helping to make life better for the youth of today.

SIGNED AND ADOPTED this twenty eight day of July 2001

BY _____

STATE OF:
County OF:

On this 14th Day of Sept, 2001

BEFORE ME, the undersigned authority, personally came and appeared:

LaDon V. Thompson
Minister LaDon V. Thompson, President

Bethany A-Eddie
WITNESS:

Suzanne R. Moore
NOTARY PUBLIC



Suzanne R. Moore
MY COMMISSION # CC786381 EXPIRES
October 27, 2002
BONDED THRU TROY FAIR INSURANCE, INC.