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L & W MINISTRIES *330 OLIVE ROAD PENSACOLA, FLORIA 32514 (850) 232-0987 OR (850) 292 -3000 September 28, 2002

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Attn: Processing Center

Re: V & W, Inc.

Filing of Article of Incorporation

Notarized Statement of Article of Incorporation

In regards to the above captioned, please find enclosed the original and two (2) copies of the foregoing mentioned documents to be filed according with the State of Florida Division of Corporation please return a certified seal copy of one (1) of the copies.

In addition, please find attached Money Order Number 494 in the amount of \$87.50 for the filing fees and certified sealed copy payable to the Division of Corporation.

We ask that you please process the enclosed documents accordingly and forward the certified sealed copy to the following entity: V & W, Inc., C/O William H. Dean, 2422 North Davis Street, Pensacola, Florida 32503

To assist in the expedition of this process, we have enclosed a self-address envelope for your convenience. Truly, we hope that you will find the enclosed documents to be in order. If there are any questions, please feel free to contact me immediately at (850) 292-3000. Thanking you in advance, we remain

Sincerely,

Cassandrá M. Millionder

-/Office Manager

cc: William H. Dean, President



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

October 30, 2002

CASSANDRA M. MILLIONDER 330 OLIVE RD PENSACOLA, FL 32514

SUBJECT: V & W, INC.

Ref. Number: W02000031214

We have received your document for V & W, INC. and your check(s) totaling \$87.50. 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.

YOU HAVE TWO PEOPLE AS REGISTERED AGENT IN ARTICLE VI (NOTE WILLIAM DEAN),

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) 245-6925.

Letter Number: 902A00059625

Cynthia Blalock Document Specialist New Filing Section

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

L & W MINISTRIES 330 OLIVE ROAD PENSACOLA, FLORIA 32514 (850) 232-0987 OR (850) 292 -3000

November 14, 2002

State of Florida Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Attn: Cynthia Blalock

Re: V & W, INC. – Ref. Number W02000031214

Amendment of Corporation Name
Filing of Article of Incorporation
Notarized Statement of Article of Incorporation

In regards to the above captioned, please find enclosed the original and two (2) copies of the foregoing mentioned documents to be filed according with the State of Florida please return a certified seal copy of one (1) of the original copies.

According to your letter dated October 30, 2002, I have made the fore mentioned changes as follows: V & W, INC. has selected their Corporation name as shown:

W & V Community Development, Inc., The President and Incorporator is William H. Dean. The Registered Agent of Record for this Corporation is Vivian C. Dean. FYI: Mr. Dean was signing as acceptance of Vivian C. Dean being the Registered Agent. However, if there is any discrepancy as to the clarity of this statement, I will make sure this problem will not delay any further processing.

We ask that you please process the enclosed documents accordingly and forward the Certified Seal Copy to the following entity: W & V Community Development, Inc., C/O William H. Dean, 2422 North Davis Street, Pensacola, Florida 32503

If there are any questions, please feel free to contact me immediately at (850) 292-3000. Thanking you in advance, we remain

Sincerely,

Cassandra M. Millionder

/cmm

Office Manager

cc: William H. Dean, President

FILE.

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SECRETARY OF S
TALLAHASSEE FLO

W & V COMMUNITY DEVELOPMENT, INC. 2422 NORTH DAVIS STREET PENSACOLA, ESCAMBIA COUNTY, FLORIDA 32503 (850)438-1911

ARTICLES OF INCORPORATION A Florida Nonprofit Incorporation

The Undersigned, majorities of whom are citizens of the United States, desiring to form a Non-Profit Public Benefit Corporation under the Non-Profit Corporation Public Benefit Law of the State of Florida, do hereby certify:

ARTICLE I - Name of Corporation W & V Community Development, Inc.

The name of the Corporation shall be as follows: W & V Community Development, Inc.

ARTICLE II - Location of Principal Office

The place in this state where the principal office of the Incorporation shall be located 2422 North Davis Street, Pensacola, Escambia County, FL 32503.

ARTICLE III - Purpose

This Corporation, W & V Community Development, Inc., is a Non-Profit Public Benefit and is not organized for the private gain of any person. The Corporation is organized under the Non-Profit Public Benefit Corporation Law, which is organized exclusively for charitable, religious, and educational purposes, to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency. The programs will consist of but shall not be limited to: Low Income Housing, Job Training, Job Placement, Land and Building Acquisition, housing, Employment, Literacy Programs, Counseling, Temporary Shelter, Teenage Pregnancy, Substance Abuse Awareness and Prevention, Tutoring, AIDS, Elderly Care, Youth at Risk and other programs to aid those in need including for such purposes, the making of distribution to organizations that qualify as exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV - Duration of Corporation

The term of existence of this Corporation is perpetual.

ARTICLE V - Classes of Members

The Corporation shall have no Members.

ARTICLE VI – Registered Office and Agent

The address of the initial Register Office of the Corporation is located at 2422 North Davis Street, Pensacola, Florida 32503. The name of the initial Register Agent of the Corporation is Vivian C. Dean. I, Vivian C. Dean, hereby accept the responsible of being the Registered Agent of Records for W & V Community Development, Inc. of Pensacola, Escambia County, Florida.

Vivian C. Dean, Register Agent

Vin C. Dear

2422 North Davis Street Pensacola, Florida 32503

ARTICLE VII - Election of Board of Directors

There shall be at least Five (5) and not more than seven (7) members of the Board of Directors. The existing Board of Directors shall elected or appointed any members of this Board by a two-third major vote, and The Board of Directors shall appoint any and all Directors.

ARTICLE VIII - Change in Number of Board of Directors

A change in the number of Board of Directors of the Corporation shall be made only by Amendment to these Articles of Incorporation.

ARTICLE IX

The Names and addresses of the persons that are the initial Board of Directors of this Corporation are as follows:

- William H. Dean, President/Incorporator 2422 North Davis Street Pensacola, Florida 32503
- Vivian C. Dean, Vice-President 2422 North Davis Street Pensacola, Florida 32503
- Amanda Jackson, Treasurer
 3438 West Loop Street
 Pensacola, Florida 32505
- 4. Eva Dean, Secretary 2506 North "E" Street Pensacola, Florida 32501
- Roy Chester Dean, Director 2506 North "E" Street Pensacola, Florida 32501

ARTICLE X - No Benefit to Private Persons or Political Activity

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation 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 of Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. "Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree engage in an activities or exercise any powers that are not in furtherance of the purposes of the Corporation or by a Corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code."

ARTICLE XI - Internal Affairs

The Internal Affairs of the Corporation shall be governed in accordance with the By-laws of this Corporation.

ARTICLE XII – Dissolution of Corporation

Upon the dissolution of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the designated successor exclusively for the purposes of the Corporation in which it was organized, or to such organization or organizations organized and operated exclusively for charitable, educational, religious purposes as shall qualify as an exempt Corporation under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

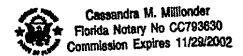
IN WITNESS WHEREOF, we have hereunto subscribed our names this day of September, 2002. Stating that we members of the Board of Directors have read, approved, and adopted these Articles of Incorporation.

STATE OF FLORIDA

COUNTY OF ESCAMBIA

I, Cassandra M. Millionder, a Notary Public, hereby certify that WILLIAM DEAN, whose name is signed to the foregoing Articles of Incorporation, and who has produced an Florida Drivers License Number D500-928-46-0070, acknowledged before me on this <u>17</u> day of September, 2002. WILLIAM DEAN has been informed of the contents of the Articles of Incorporation, he executed the same voluntarily on this day of September, 2002.

Given under my hand and seal this 27 day of September, 2002.



CASSANDRA M. MILLIONDER NOTARY PUBLIC

STATE OF FLORIDA

COUNTY OF ESCAMBIA

VIVIAN C. DEAN

Given under my hand and seal this day of September, 2002/

Cassandra M. Millionder
Florida Notary No CC793630
Commission Expires 11/29/2002

CASSANDRA M, MILLIONDER

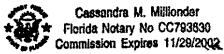
NOTARY PUBLIC

STATE OF FLORIDA

COUNTY OF ESCAMBIA

EVA DEAN

Given under my hand and seal this day of September, 2002.



NOTARY PUBLIC

STATE OF FLORIDA

COUNTY OF ESCAMBIA

I, Cassandra M. Millionder, a Notary Public, hereby certify that ROCHESTER DEAN, whose name is signed to the foregoing Articles of Incorporation, and who has produced an Florida Drivers License Number: D500-720-47-104-0, acknowledged before me on this 27 day of September, 2002. ROCHESTER DEAN has been informed of the contents of the Articles of Incorporation, he executed the same voluntarily on this ₹ day of September, 2002.

day of September, 2002 Given under my hand and seal this

Cassandra M. Millionder Florida Notary No CC793630

Commission Expires 11/29/2002

CASSANDRA M. MILLIONDER

NOTARY PUBLIC

STATE OF FLORIDA

COUNTY OF ESCAMBIA

Amanda Jackson

Given under my hand and seal this 27th day of September, 2002

Cassandra M. Millionder
Fiorida Notary No CC793630
Commission Expires 11/29/2002

CASSANDRA M. MILLIONDER

NOTARY PUBLIC