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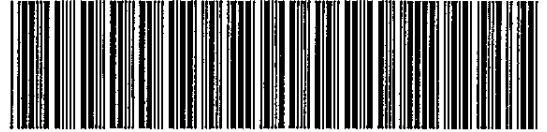
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

*DEPARTMENT OF STATE
DEPARTMENT OF INCORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314*

**SUBJECT: LOVING HANDS OUTREACH COMMUNITY
DEVELOPMENT CORPORATION**

ENCLOSED IS AN ORIGINAL AND ONE COPY OF THE ARTICLES OF
INCORPORATION AND A CHECK FOR \$78.75, WHICH INCLUDES FILING FEE .

**FROM:
DR. REGINA EASON
2508 SUPERIOR STREET
OPA LOCKA, FLORIDA**

ARTICLES OF INCORPORATION

The undersigned subscribers to the Articles of Incorporation, desiring to form a Not For Profit Corporation under the Laws of the State of Florida, hereby accept all rights and privileges, benefits and obligations conferred and imposed by said laws and do hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I

NAME

**THE NAME OF THE CORPORATION SHALL BE:
*LOVING HANDS OUTREACH COMMUNITY DEVELOPMENT CORPORATION***

ARTICLE II

PRINCIPAL OFFICE

**1300 NE 38TH STREET
OAKLAND PARK, FLORIDA 33334**

ARTICLE III

PURPOSE:

The general purpose and object of this corporation shall be to act as a social service organization to assist individuals and other institutions connected therewith of a religious, educational, humanitarian and philanthropic activities to the benefit of the disadvantaged members of society, particularly the elderly , at risk youth and the disadvantaged . We will endeavor to recreate programs and services to assist them in rebuilding and refocusing their lives in a holistic manner. To help them to realize they can overcome all barriers through empowerment of their own lives and redirect their futures.

To provide for the existence of structured leadership and organizational cohesion by the establishment of community based support initiatives via outreach programs and services of Christian origin. To provide a forum where the dynamism of the human spirit may be guided and molded into an effective organism committed through the need for fellowship and mutual support, in love and respect for mankind, this corporation shall too have the right to acquire property, either by gift or purchase, and to hold, own, sell, mortgage or encumber in any manner, lease and improve real estate and personal property for itself and others, either trustee or otherwise, and for any and all things to promote the welfare and socio-economic welfare of the community.

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The corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501c3 of the Internal Revenue Code. Notwithstanding any other provision of these Articles, the Corporation shall not carry out any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501c3 of the Internal Revenue Code of 1986,(or the corresponding provision of any future United States Inter Revenue Law), or by a corporation, contributions to which are deductible under section 170 c2 of the Internal Revenue Code OF 1983 for corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV
MANNER OF ELECTION

The manner of election shall be through majority vote and presidential appointment.

ARTICLE V
INITIAL DIRECTORS

William Watts, 1547 N.E. 39th Street, Oakland Park, Florida, 33334, President/CEO
Birdie Watts, 1211 NW 46th Street, Ft. Lauderdale, Florida 33309, Director
Cathy Benham, 409 SW 3rd Avenue, Boynton Beach, Florida 33435, Director
Timothy Benham, 409 SW 3rd Avenue, Boynton Beach, Florida 33435, Director
Debbie Oliver, 1300 NE 38th Street, Oakland, Park, Florida 33334

ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME OF THE REGISTERED AGENT IS:

Debbie Oliver
1300 NE 38th Street
Oakland Park, Fla. 33334

ARTICLE VII
INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR:

William Watts
1547 NE 39th Street
Oakland Park, Florida 33334

ARTICLE VIII
CHARITABLE ORGANIZATIONS PROVISIONS

NOTWITHSTANDING ANY POWERS GRANTED TO THE CORPORATION BY ITS ARTICLES, BY LAWS OR BY THE LAWS OF THE STATE OF FLORIDA, THE FOLLOWING LIMITATIONS OF POWER SHALL APPLY:

A. THE CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, RELIGIOUS, EDUCATIONAL AND SCIENTIFIC PURPOSES, INCLUDING FOR SUCH PURPOSES THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

B. NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INSURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO ITS MEMBERS, TRUSTEES, OFFICERS, OR OTHER PRIVATE PERSONS, EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR THE SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF PURPOSES SET FORTH IN THE PURPOSE CLAUSE 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 DISTRIBUTING OF STATEMENTS) ANY POLITICAL CAMPAIGN ON OR BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE. NOTWITHSTANDING ANY OTHER PROVISION OF THIS DOCUMENT, THE ORGANIZATION SHALL CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (i) BY AN ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(c)(3) OF THE CODE; OR (ii) BY AN ORGANIZATION CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(c)(2) OF THE CODE.

C. UPON DISSOLUTION OF THE CORPORATION, ASSETS SHALL BE DISTRIBUTED FOR ONE OR MORE EXEMPT PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE CODE, OR SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR A STATE OR LOCAL GOVERNMENT FOR PUBLIC PURPOSE. ANY SUCH ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED BY THE COURT HAVING JURISDICTION OVER THE CORPORATION, EXCLUSIVELY FOR SUCH PURPOSES OR TO SUCH ORGANIZATION OR ORGANIZATIONS, AS SAID COURT SHALL DETERMINE, WHICH ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR SUCH PURPOSES.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

SIGNATURE OF INCORPORATOR,

Debra H Oliver

SIGNATURE OF REGISTERED AGENT

9/28/04

DATE

9/28/04

DATE

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TALLAHASSEE, FLORIDA

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