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**FILED**

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TALLAHASSEE, FLORIDA

D. WHITE MAR - 1 2005

# God's Calling Gospel Holiness Church Inc.

God's Calling Gospel Holiness  
Church Inc..  
2261 NW 58th Street Miami,  
Florida 33142

Phone: 305-634-7659  
FAX: 305-634-1224  
e-mail: bishopjones49@hotmail.com

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Thursday, February 03, 2005

Division Of Corporations  
Corporate Records  
PO Box 6327  
Tallahassee, Florida 32314

Dear Ladies or Gentlemen

Please find enclosed check in the amount of \$ 78.50.

for the Articles of Incorporation for Thursday, February 03, 2005.  
Women of Distinction/ God Men Of Vail Inc.

Please forward all documents to ,2261 NW 58 Street, Miami, Florida 33142; in care  
of Willie Jones.

  
Willie James Jones



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

February 21, 2005

WILLIE JONES  
2261 NW 58 ST  
MIAMI, FL 33142

SUBJECT: WOMEN OF DISTINCTION / GOD MEN OF VAIL INC.  
Ref. Number: W05000008938

We have received your document for WOMEN OF DISTINCTION / GOD MEN OF VAIL INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Do you mean EXECUTED in Article NINE? If yes, please correct and return the document.

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) 245-6933.

Dale White  
Document Specialist  
New Filings Section

Letter Number: 905A00012050

**ARTICLES OF INCORPORATION**

by

**BISHOP WILLIE JAMES JONES**

**FILED**

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**ONE:** The name and address of this principal corporation is  
Women of Distinction / God's Men Of Valor Inc.  
12030 NW 20TH Ave., Miami, Florida 33055, in Dade County. The Corporation is organized  
pursuant to the FLORIDA Corporation Code.

TALLAHASSEE, FLORIDA

**TWO:** This corporation is a nonprofit religious benefit corporation and is organized to spread the gospel of Jesus Christ The corporation is organized under the Nonprofit Public Benefit Corporation Law for Religious purposes. To establish structured support services Evangelistic, Economic Development and Other Ministries to support the outreach ministries for the body of Jesus Christ the Church). In accordance with the Doctrine of the Corporation creed / by-laws as a pastor to spread the gospel of Jesus Christ The religious program will consist of Economic Development programs, but shall not be limited to: Homelessness Health Care, Child Care, Youth At High Risk, Tutorial Land Acquisition, Housing, Job Training. Counseling Employment, Christian Education and other programs to aid those in need.

The purpose of the corporation shall be: to cultivate, promote, promulgate and extend, educational and charitable works, such as drug rehabilitation counseling and facilities, feeding program for the elderly, and women in distress counseling; to teach and help people of all race, creed and color by ways of media; to adopt, and establish By-laws, and management of its affairs, in accordance with the law and not inconsistent with these Articles of incorporation; take, manage and dispose of property, real and personal, buy and sell of the Corporation. To borrow money contract debt, and lease bonds notes and debentures, and secure payments or performance of its obligations. To do all acts necessary or expedient for the administration of the affairs and attainment of the purpose of the corporation, including e.g., the establishment of schools, seminars, youth center, etc. oriented to organizational principles. Being able to service, setup, operate in foreign and domestic, national and international, {global} boundaries.

To raise the economic, educational and social levels of the underprivileged residents of Broward County, Florida, and other similar communities, who are substantially underemployed and have income, who are proportionately more after victims of crime, by fostering and promoting community wide interest and concern for problems of such residents, and to that end; (a) Racial tension, prejudice, discrimination, economic and otherwise, be eliminated; (b) Sickness, poverty and crime may be lessened; and (c) Educational and economic opportunities may be expanded among the residents of Broward and Dade County, Florida and other surrounding areas

To expand the opportunities available to said residents to control, manage, and eliminate crime, sickness and poverty; to assist said residents and groups in developing skills necessary for the successful elimination of crime, poverty and sickness; to provide financial support for the successful efforts of said residents and to assist said residents in obtaining such financial support from other sources. To expand the opportunities available to said residents to obtain adequate low-cost housing accommodations. To aid, support and assist by gifts, contributions or

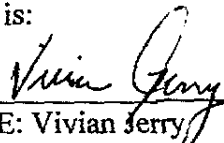
otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, religious, scientific, literary or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholders or individual, and no Substantial part of the activities of which is carrying on propaganda, or otherwise attempting to Influence legislation To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attainment of the foregoing purposes, either directly or indirectly, and either along or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature such as corporations, firms, associations, trust, institutions, foundations or governmental bureaus, departments or agencies In furtherance, but not in limitation, of the foregoing charitable, and educational purposes, the corporation shall have the following powers: To solicit, collect, and receive money and other assets, and to administer funds and contributions received by grant, gift, deed bequest or devise, and otherwise to acquire money, securities, property, rights and services of every kind and description, and to hold, invest, expand, contribute, use, sell or otherwise dispose of any money, securities, property, rights or services so acquired for the purpose above mentioned; To borrow money and to make, accept, endorse, execute and issue bonds, debentures, promissory notes, and other corporate obligations, for Moines borrowed, or in payment for property acquired or for any of the purposes of the corporation, and to secure a payment of any such obligation by mortgage, pledge, deed, Indenture, agreement or other instrument of trust, or by other lien upon, assignment of or agreement in regard to all or any part of the property, rights or privileges of the Corporation; To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares off preferred and common stock, and any other securities of any kind whatsoever, and property, real, personal or Mixed, tangible or intangible, all as the Corporation's Board of Directors shall deem advisable, and as may be permitted by law; To provide advice, support, credit, funds, capital, gifts and all other lawful forms of assistance, financial and otherwise, to or for use in business enterprises owned, or destined to be owned, by said residents and groups; To furnish management, administrative and other business advice, support, training and technical assistance to said residents and groups in order to enable them to develop necessary skills to successfully operate business ventures; To encourage and voluntarily assist said residents and groups to organize, create, acquire, obtain financing for, own, manage and operate business enterprises; To Obtain information and conduct research, studies and analysis of the problems of said community, and prepare and publish reports as to any and all matters that may be of use in furthering the efforts of said residents and groups to eliminate crime, poverty and sickness To-conduct educational and other efforts to eliminate crime, poverty and sickness and to foster the establishment of sound and constructive relationships between the various components of communities of Broward and Dade County, Florida and other similar communities, including but not limited to educational, religious, social, business and financial communities To aid, support and assist by gifts, contributions, loans, investments and other lawful forms of assistance other persons or organization seeking to expand the opportunities for business ownership by said residents and groups in organizing, creating, acquiring, obtaining financing for, and managing the effort to eliminate crime, poverty and sickness; To conduct educational activities designed to provide instruction or training of said residents and groups for the purpose off improving or developing their capabilities, language and job skills, and the instruction of the public or subjects useful to said residents and groups, and beneficial to the community as a whole; To engage in housing construction and related activities in order to

Women of Distinction / God's Men Of Valor Inc.

improve the living conditions of said residents; To engage in the activity of operating business ventures for the purpose of providing job training, employment, and managerial development opportunities to said residents for the charitable purpose of furthering the economic development of the community; To engage in any and all other activities which will directly or indirectly improve the welfare and economic conditions of said residents and groups; and To exercise all other rights and power conferred upon corporations formed under the General Nonprofit Corporation Law of the State of Florida provided however, that the Company shall not engage in any activities or exercise any powers, including those specifically mentioned herein that are not in furtherance of the specific and primary charitable, and educational purposes of the Corporation.

**THREE:** The duration of this corporation shall be perpetual. no stock and shall have no members.

**FOUR:** The address of the registered office is 12030 NW 20TH Ave.. Miami, Florida 33167 in Dade County. The registered agent, at said office is:

  
NAME: Vivian Jerry  
12030 NW 20TH Ave..  
Miami, Florida 33167,

**FIVE:**

(a) This corporation is organized and operated exclusively for Religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(b) Notwithstanding any other provisions of these articles the corporation shall not carry on any other activity not permitted to carry on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of (2) by a corporation contribution to which a deductible under Section 170(c)(2) of the Internal Revenue Code. the corresponding provision of any future United States Internal Revenue law.

**SIX:** The directors are elected in accordance with the By- Laws. The names and addresses of the persons appointed to act as the initial directors of this corporation are:

NAME	ADDRESS
Vivian Jerry President	12030 NW 20TH Ave.. Miami, Florida 33167
Elnora Liggins Vice- President	15233 SW 172nd Terrace Miami, Florida 33187
Willie J. Jones Director	12030 NW 20TH Ave.. Miami, Florida 33167

Women of Distinction / God's Men Of Valor Inc.

Marcia Chisholm  
Director

12030 NW 20TH Ave.  
Miami, Florida 33167

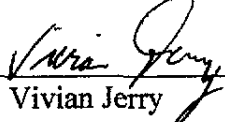
Ronald Henry  
Director

12030 NW 20TH Ave.  
Miami, Florida 33167

**SEVEN:** The property of this corporation is irrevocably dedicated to Religious / Charitable purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or the benefit of any private person.

**EIGHT:** On the dissolution or winding up of the corporation, its assets remaining after payment of, 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, Religious under 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the Federal, State or local government for public purpose, Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in Which the principal office of the corporation is then located, exclusively for such purposes.

**NINE:** Executed on February 1, 2005. The name and address of the incorporator of this corporation shall be

  
NAME: Vivian Jerry  
12030 NW 20TH Ave.  
Miami, Florida 33167.

Women of Distinction / God's Men Of Valor Inc.

**ACKNOWLEDGE OF REGISTERED AGENT**

**FILED**

The undersigned does hereby acknowledge appointment and as and by these presents does accept such appointment to act on behalf of Women of Distinction / God Men Of Valor Inc. as the registered agent and does certify that her address is:

NAME

Vivian Jerry

Address

*Vivian Jerry*  
12030 NW 20TH Ave.  
Miami, Florida 33167

STATE OF FLORIDA)  
COUNTY OF DADE

Personally appeared before me this day Vivian Jerry who, being by me first duly sworn, acknowledges the (s)he has read the above acknowledgment and the same is true and correct.

WITNESS my hand and official seal in the County and State above set forth, this 1st day of February, 2005



Notary Public State of Florida  
at Large  
My commission expires: