

TRANSMITTAL LETTER

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

SUBJECT: We Can Do All Things Foundation, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Zoreayne P. Johnson
Name (Printed or typed)

620 SW 11th Street
Address

Belle Glade, FL 33430
City, State & Zip

561-996-5335
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FILED

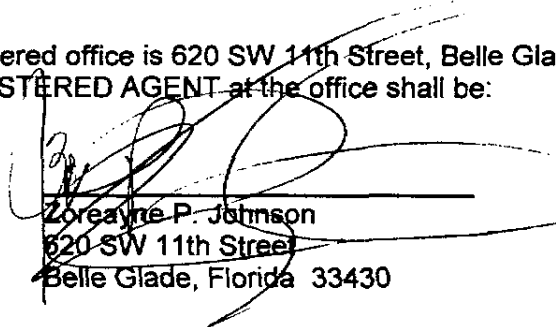
ARTICLES OF INCORPORATION

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FOR

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We Can Do All Things Foundation, Inc.

- ONE: The name and address of this principal corporation is We Can Do All Things Foundation, Inc. Located at 620 SW 11th Street, Belle Glade, Florida 33430. The corporation is organized pursuant to the **FLORIDA** non-profit Corporation Code.
- TWO: This corporation is a nonprofit Public Benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law for charitable 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: Youth, Health Care, Disadvantaged Individuals and Families, Child Care, Job Training, Mentoring, Land Acquisition, Housing, Employment, Literacy, Counseling, Substance Abuse Awareness and Prevention, Tutoring, HIV/AIDS Prevention, Elderly Care and other programs to aid to those in need.
- THREE: The duration of this corporation shall be perpetual, no stock and shall have no members.
- FOUR: The address of the Registered office is 620 SW 11th Street, Belle Glade, Florida 33430. The REGISTERED AGENT at the office shall be:
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Zoreayne P. Johnson
620 SW 11th Street
Belle Glade, Florida 33430
- FIVE:
- (a) This corporation is organized and operated exclusively for Religious, Charitable and Education purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
- (b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to carry on (1) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.

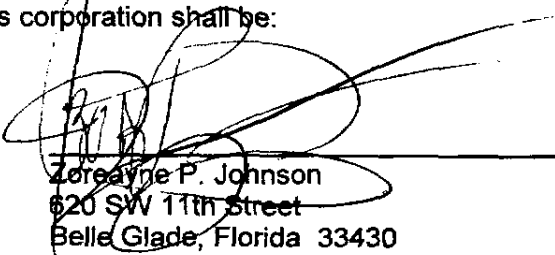
SIX: The Directors are elected in accordance with the Bylaws. The name and address of the persons appointed to act as the initial Directors of this corporation are:

NAME	ADDRESS
Zoreayne P. Jonnson President	620 SW 11th Street Belle Glade, Florida 33430
Irene C. West Secretary	620 SW 11th Street Belle Glade, Florida 33430
Charlie West Treasurer	620 SW 11th Street Belle Glade, Florida 33430

SEVEN: The property of this corporation is irrevocably dedicated to Charitable and Educational 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 Charitable and Education under Section 501(c)(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. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

NINE: Executed on April 25, 2005. The name and address of the incorporator of this corporation shall be:


Zoreayne P. Johnson
620 SW 11th Street
Belle Glade, Florida 33430

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PPURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN SESIGNATIONG THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: We Can Do All Things Foundation, Inc.

2. The name and address of the registered agent and office is:

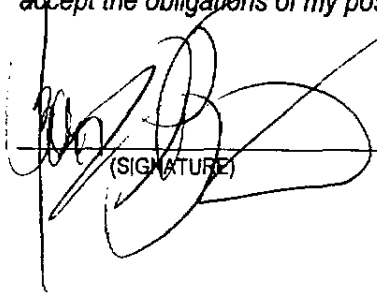
Zoreayne P. Johnson
(NAME)

620 SW 11th Street
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Belle Glade, Florida 33430
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

5/14/05
(DATE)