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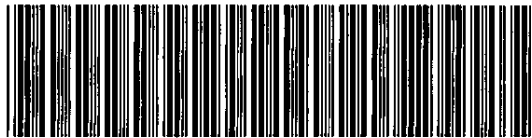
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**RICHARD R. KOSAN**  
**A T T O R N E Y   A T   L A W**

112 West Windhorst Road, Brandon, FL 33510

Phone (813) 689-1577

Fax (813) 654-5262

May 17, 2006

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

Re:    Manna On Wheels

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation; my firm's check no.: 7145 in the amount of \$70.00 for the filing fee regarding the above referenced Non-Profit Corporation; and a SASE for your use.

Thank you for your time and consideration. Should you have any questions, please do not hesitate to contact my office.

Very truly yours,



Richard R. Kosan, Esquire.

RRK/lr  
Enclosures

**ARTICLES OF INCORPORATION**  
In Compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I - NAME**

The name of the corporation shall be MANNA ON WHEELS, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business address of this corporation shall be 2217 Bogaert Road, Dover, FL 33527. The mailing address of this corporation shall be the same.

**ARTICLE III - PURPOSE**

The purposes for which the corporation is organized are:

1. To provide charitable programs and to provide facilities in which to accomplish these charitable programs.
2. In furtherance of its corporate purposes, to enter into, make, perform and carry out contracts of every kind, with any person, firm corporation, private, public or municipal, under the Government of the United States, or any foreign government, so far as, and to the extent that, the same may be done and performed by a corporation organized under Chapter 617, Florida Statutes.
3. Subject to the restrictions and limitations imposed by law, to purchase or otherwise acquire, hold, own, sell, assign, transfer, mortgage, pledge, create a security interest in, exchange or otherwise dispose of the shares, bonds, obligations, or other securities or evidences of indebtedness of other corporations, domestic and foreign, of any person, firm, or corporation, domestic or foreign, and if desirable, to issue and exchange therefore bonds or other obligations of this corporation, and while the owner of such shares, to exercise all rights, powers, and privileges of ownership, including the power to vote thereon; and in furtherance of the corporate purposes, in the course of the transaction of the affairs of the corporation, to acquire real and personal property, rights and interests of every nature, and to execute and issue bonds, debentures and other negotiable or transferable instruments, and to mortgage, pledge or create a security interest in any and all of the property of the corporation; to sell such bonds, debentures, or other instruments upon such terms and conditions as may be set forth in the instrument or instruments, mortgaging, pledging, or creating a security interest in the same, or in any deed, contract, or other instrument relating thereto.
  - a. Said organization is organized exclusively for charitable, religious, educational, and/or 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, or corresponding section of any future federal tax code.

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b. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, 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 purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of 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 any candidate for public office. Notwithstanding any other provision of this document, 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 corresponding section of any future federal tax code, or (b) by an organization contributions to which is deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

c. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of 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.

4. To do everything necessary, suitable, or proper for the accomplishment, attainment or furtherance of, to do every other act or thing incidental to, appurtenant to, growing out of or connected with the purposes, objects, or powers set forth in these Articles of Incorporation, whether alone or in association with others; to possess all the rights, powers and privileges now or hereafter conferred by the laws of the State of Florida upon a not-for-profit corporation organized under the laws of the State of Florida, and, in general, to carry on any of the activities and to do any of the things herein set forth to the same extent as fully as a natural person or partnership might or could do; provided that nothing herein set forth shall be construed as authorizing the corporation to possess any purpose, object, or power, or to do any act or things forbidden by law to a not-for-profit corporation organized under the laws of the State of Florida.

5. The initial Directors and/or officers are as follows:

James D. Bass, President  
2217 Bogaert Rd.  
Dover, FL 33527

James W. Cherry, Secretary  
4305 Swift Cr.  
Valrico, FL 33594

Mikel E. Walker, Treasurer  
3411 Palm Beach Dr.  
Valrico, FL 33594

Anthony D. Parker  
818 Old Welcome Rd.  
Lithia, FL 33547

Kurt A. Pendergrass  
903 Balmoral Pl.  
Valrico, FL 33594

Rev. David A. Whitten  
10403 Frog Pond Dr.  
Riverview, FL 33569

#### **ARTICLE IV - MANNER OF ELECTION**

The method of elections of the directors shall be as stated in the bylaws.

#### **ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent is: Richard R. Kosan, Esquire, 112 West Windhorst Road, Brandon, Florida 33510.

#### **ARTICLE VI - INCORPORATOR**

The name and address of the Incorporator is: Richard R. Kosan, Esquire, 112 West Windhorst Road, Brandon, FL 33510..

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17<sup>th</sup> day of May, 2006.

  
\_\_\_\_\_  
RICHARD R. KOSAN, ESQUIRE

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for MANNA ON WHEELS, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Dated this 17<sup>th</sup> day of May, 2006.



RICHARD R. KOSAN, ESQUIRE

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