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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EP 2/10/10

CLAY MARTIN
C H A R T E R E D

COUNSELOR AT LAW

February 4, 2010

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

RE: WOMEN OF WISDOM MINISTRIES, INC.

Dear Sir or Madam:

Enclosed, please find the original and one (1) copy of the Articles of Incorporation for the above-referenced non-profit corporation, as well as a check in the amount of \$78.75 in payment of the following fees:

Filing Fee	\$ 35.00
Certificate Designating Registered Agent	35.00
Certified Copy of Articles of Incorporation	<u>8.75</u>
Total	\$78.75

After filing the original Articles of Incorporation, please certify the enclosed copy of the Articles of Incorporation and return said copy to me.

Sincerely,

CLAY MARTIN, CHARTERED



Kindra A. McGehee

enclosures

**ARTICLES OF INCORPORATION OF
WOMEN OF WISDOM MINISTRIES, INC.
A FLORIDA NONPROFIT CORPORATION**

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ARTICLE ONE. NAME

The name of this corporation is Women of Wisdom Ministries, Inc.

ARTICLE TWO. STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Not for Profit Corporation Act set forth in Chapter 617 of the Florida Statutes.

ARTICLE THREE. GENERAL AND SPECIFIC PURPOSES

- (a) The specific and primary purposes for which this corporation is formed are to further the Gospel of the Lord Jesus Christ, to provide a place of worship, to educate and to minister to the spiritual needs of its attendees, participants, and community, for other charitable purposes, and by the distribution of its funds for such purposes.
- (b) The general purposes for which this corporation is formed are to operate exclusively for such religious and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.
- (c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE FOUR. TERM

This corporation shall have a perpetual existence.

ARTICLE FIVE. TRUSTEES AS MEMBERSHIP

- (a) **Trustees as Membership.** The sole class of membership of this corporation shall be its trustees. The Trustees may create additional classes of membership.
- (b) **Rights and Liabilities of Members.** The members of this corporation shall have no right, title or interest whatsoever in its income, property or assets, nor shall any portion of such income, property or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities or obligations of the corporation and shall not be subject to any assessment.

ARTICLE SIX. SUBSCRIBERS

The names and residence addresses of the subscribers of this corporation are as follows:

MARSHA R. LEE	10622 NW 60 th TERRACE ALACHUA, FL 32615
JANELLE JU'VON JOHNSON	440 SW 20 th AVENUE, APT 5103 GAINESVILLE, FL 32607
PRISCILLA LASHAWN HOLLOWAY	26 NE 5 th STREET CHIEFLAND, FL 32626
KAREN SUE JOHNSON	1510 NE 5 th PLACE GAINESVILLE, FL 32641
CYNTHIA M. GRAHAM	13631 NE 4 th STREET WILLISTON, FL 32696

ARTICLE SEVEN. LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT

- (a) The physical address of the principal office of the corporation is 10622 NW 60th Terrace, Alachua, Florida 32615. The mailing address of the principal office of the corporation is 10622 NW 60th Terrace, Alachua, Florida 32615.
- (b) The name and address of this corporation's registered agent is Marsha Lee, 10622 NW 60th Terrace, Alachua, Florida 32615.

ARTICLE EIGHT. BOARD OF TRUSTEES.

- (a) The affairs of the corporation shall be managed by its Board of Trustees.
- (b) The number of trustees constituting the Board of Trustees of the corporation shall be no less than two (2), nor no more than ten (10), who shall be elected by and serve pursuant to the Bylaws of the Corporation. The names of the persons who are to serve as initial trustees are as follows:

Name

MARSHA R. LEE	10622 NW 60 th TERRACE ALACHUA, FL 32615
JANELLE JU'VON JOHNSON	440 SW 20 th AVENUE, APT 5103 GAINESVILLE, FL 32607
PRISCILLA LASHAWN HOLLOWAY	26 NE 5 th STREET CHIEFLAND, FL 32626

KAREN SUE JOHNSON

1510 NE 5th PLACE
GAINESVILLE, FL 32641

CYNTHIA M. GRAHAM

13631 NE 4th STREET
WILLISTON, FL 32696

- (c) Trustees as such shall not receive any salary for their services as Trustee.
- (d) The board of trustees shall elect the following officers: chairman, vice-chairman, secretary and treasurer, and such other officers as the bylaws of this corporation may authorize the trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of trustees. *Until such election is held, the following persons shall serve as corporate officers:*

<u>Trustee Name</u>	<u>Office</u>
Marsha R. Lee	Chairman
Janelle Ju'von Johnson	Vice-Chairman
Karen Sue Johnson	Secretary
Priscilla LaShawn Holloway	Treasurer

ARTICLE NINE. BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of trustees or by following the procedure set forth therefor in the bylaws.

ARTICLE TEN. DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any trustee, officer, or member thereof, or to the benefit of any private individual.

ARTICLE ELEVEN. DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

**ARTICLE TWELVE. DISTRIBUTION OF INCOME
AND PROHIBITED TRANSACTIONS**


- (a) **Distribution of Income.** The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax law.
- (b) **Self Dealing.** The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax law.
- (c) **Excess Business Holdings.** The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
- (d) **Investments Jeopardizing Charitable Purpose.** The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
- (e) **Taxable Expenditures.** The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax law.


ARTICLE THIRTEEN. AMENDMENT OF ARTICLES


Amendments to these articles of incorporation may be purposed by a resolution adopted by the board of trustees and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.


We, the undersigned, being the incorporators of this corporation, and including all the persons herein named as the subscribers of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida have executed these Articles of Incorporation on the 4th day of February, 2010.


MARSHA R. LEE


CYNTHIA M. GRAHAM


PRISCILLA LASHAWN HOLLOWAY


JANELLE JU'VON JOHNSON


KAREN SUE JOHNSON

Women of Wisdom Ministries, Inc.
Articles of Incorporation

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of WOMEN OF WISDOM MINISTRIES, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 4th day of February, 2010.

Marsha R. Lee
MARSHA R. LEE
Registered Agent

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