

F03000003899

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Neighborhood Stabilization Fund, Inc.
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Brian Mellor

(Name of Person)

Neighborhood Stabilization Fund, Inc.

(Firm/Company)

3607 Washington Street

(Address)

Jamaica Plain, MA 02130

(City/State and Zip Code)

700008360187--5
-10/14/02--01052--009
*****87.50 *****87.50

700008360187
08/05/03--01018--009 **3928.75

For further information concerning this matter, please call:

Brian Mellor

(Name of Person)

at (617) 250-6222

(Area Code & Daytime Telephone Number)

Name	Availability
Document Examiner	STREET ADDRESS: Registration Section Division of Corporations 409 E. Gaines St Tallahassee, FL 32399
Verfyer	Enclosed is a check for the following amount:
Acknowledgement	DCC
Verfyer	DCC

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Penalty 95

Penalty 3,500.00
AR 428.75

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☒ \$87.50 Filing Fee,

C. TAX Certificate of Status &
FILING Certified Copy

R. AGENT FEE

C. FEE

T. FEE

R. FEE

USE DUE

REFUND

RYAN AND MARKS ATTORNEYS, LLP

3000-S HARTLEY ROAD
JACKSONVILLE, FLORIDA 32257

WILLIAM B. RYAN, JR.
E-mail: bill@ryanandmarks.com

JEFFREY B. MARKS
E-mail: jeff@ryanandmarks.com

TELEPHONE (904) 262-4242

FAX (904) 262-3717

October 10, 2002

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

FILED
03 AUG -5 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

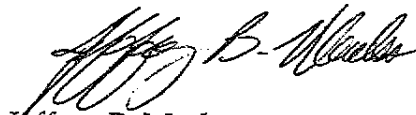
**Re: Neighborhood Stabilization Fund, Inc. authorization
to conduct its affairs in Florida**

Dear Ladies and Gentlemen:

I am the attorney registered agent in Florida for Neighborhood Stabilization Fund, Inc. Enclosed please find two Transmittal Letters, two fully executed Applications by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida, and an original and one photocopy of the good standing certificate from the Commonwealth of Massachusetts. I am also enclosing a check in the amount of \$87.50 from Neighborhood Stabilization Fund for the filing fee, certificate of status and certified copy. Would you please send the certified copy to Neighborhood Stabilization Fund, Inc., 3607 Washington Street, Jamaica Plain, MA 02130, Attn: Ms. Elaine Sundquist. Thank you very much.

Sincerely,

RYAN AND MARKS ATTORNEYS, LLP


Jeffrey B. Marks

JBM/sds
Enclosures

403 0000 29686

BODE & GRENIER, LLP

ATTORNEYS AND COUNSELORS

NINTH FLOOR, CONNECTICUT BUILDING

1150 CONNECTICUT AVENUE, NW

WASHINGTON, D.C. 20036-4192

TELEPHONE: 202-828-4100

FACSIMILE: 202-828-4130

www.bode.com

WILLIAM H. BODE, ESQ.

DIRECT DIAL: 202-862-4300

wbode@bode.com

March 17, 2003

Diane Cushing
Document Examiner
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: Neighborhood Stabilization Fund, Inc.

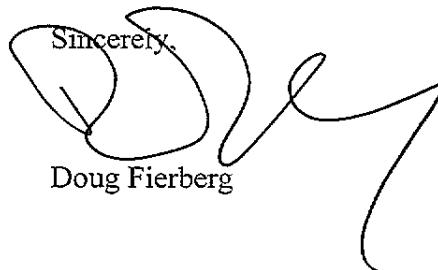
Ref. Number: W02000029686

Dear Ms. Cushing:

I am writing on behalf of our client, Neighborhood Stabilization Fund, Inc. (NSF, Inc.), in response to your office's January 9, 2003 letter. That letter indicated that NSF Inc.'s application by foreign corporation/limited liability company for authorization to transact business in Florida would not be processed because of our client's failure to obtain a certificate of authority prior to transacting business in your state. On March 12, 2003, I spoke with Buck Kohr of your office who suggested I write you to explain our client's position. We are preparing that information at this time, and we will forward it to you in the near future.

I want to assure you that our client wishes to amicably solve this matter as soon as possible.

Sincerely,

A handwritten signature in black ink, appearing to read "Doug Fierberg", with a large, stylized flourish extending from the end.

Doug Fierberg

DEF/so

BODE & GRENIER, LLP

ATTORNEYS AND COUNSELORS

NINTH FLOOR, CONNECTICUT BUILDING

1150 CONNECTICUT AVENUE, NW

WASHINGTON, D.C. 20036-4192

TELEPHONE: 202-828-4100

FACSIMILE: 202-828-4130

www.bode.com

SERGIO F. OEHNINGER

DIRECT DIAL: 202-862-4326

soehninger@bode.com

April 11, 2003

Ms. Diane Cushing
Document Examiner
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: Neighborhood Stabilization Fund, Inc.
Ref. Number: W02000029686

Dear Ms. Cushing:

I am writing on behalf of our client, Neighborhood Stabilization Fund, Inc. (NSF), in response to your office's January 9, 2003 letter, which indicated that NSF's Application by Foreign Corporation/Limited Liability Company for Authorization to Transact Business could not be processed due to NSF's failure to obtain a certificate of authority prior to conducting affairs in Florida. This letter also stated that NSF is liable for \$7,428.75 in fees and penalties for failing to procure such authorization. At the suggestion of Buck Kohr from the Division of Corporations, I wrote you a letter, dated March 14, 2003, alerting you of this situation. As a follow-up and with the hope of amicably resolving this matter, I am writing to explain our client's position.

NSF is a non-profit corporation that provides financial assistance to low-income homeowners who encounter difficulties with their mortgage payments. NSF is a domestic corporation of Massachusetts and is in good standing with the Secretary of the Commonwealth of Massachusetts. As stated in NSF's application, it began helping Florida homeowners facing foreclosure on or about June 13, 1995. At that time, our client believed in good faith that its activities in Florida did not constitute "conducting affairs" for the purpose of 617.1501(1) of the Florida Statutes. In pertinent part, Sections 617.1501(2)(f) and (g) of the Florida Statutes state the following:

... The following activities, among others, do not constitute *conducting affairs* within the meaning of [617.1501] subsection (1):

Ms. Diane Cushing

April 11, 2003

Page 2

(f) Creating or acquiring indebtedness, mortgages, and security interests in real personal property; and

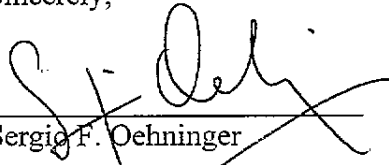
(g) Securing or collecting debts or enforcing mortgages and security interests in property securing the debt.

Because NSF helps borrowers with respect to their homes and mortgages, NSF believed, and continues to do so, that its activities fall under Sections 617.1501(2)(f) and (g) and thus do not constitute "conducting affairs" for the purpose of 617.1501(1). Thus, NSF felt it was not required to procure a certificate of authority from the Department of State. Nevertheless, once NSF was informed it was in fact required to obtain such a certificate, it immediately applied for such authorization.

NSF is a non-profit corporation with only moderate funds dedicated to licensing issues. NSF would like to resolve this matter without conflict. Consequently, NSF respectfully requests a ruling from your office on whether its activities in Florida constitute "conducting affairs" under Sections 617.1501(1) and (2)(f) and (g). In the event that you determine that NSF's activities do constitute "conducting affairs", I would like to ask whether your office would be willing to reduce the monies owed to an amount that NSF can readily pay in order to bring this matter to a resolution.

Accordingly, I would appreciate it if you would advise me, at your earliest convenience, regarding the above matters. You may contact me directly by telephone at (202) 828-4100 or by mail at the above address. I look forward to hearing from you.

Sincerely,



Sergio F. Oehninger

TO: Gerry York, General Counsel's Office
FROM: Gretchen S. Harvey, Registration Section
DATE: April 25th, 2003
SUBJECT: NEIGHBORHOOD STABILIZATION FUND, INC.
REFERENCE: W02000029686

Pursuant to Mr. Oehninger's letter of April 11th, the attached documents and correspondence are being forwarded to you for appropriate handling.

Please note the attached documents appear to meet the filing requirements stipulated in Chapter 607, Florida Statutes, with the exception of any penalty or annual report fees that may be due this office.

Should you have any further questions concerning this matter, please do not hesitate to get in touch.

/gsh

\$ 3,500
428.75
3,928.75 OK



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State
OFFICE OF THE GENERAL COUNSEL

F A C S I M I L E T R A N S M I T T A L

TO FAX NUMBER : 202-828-4130

Please deliver the following pages to:

NAME: Sergio F. Oehninger

COMPANY: Neighborhood Stabilization Fund, Inc.

CITY/STATE: Washington, D. C.

SENDER: Gerard T. York, Esq.,
Acting General Counsel *gy*

DATE/TIME: 04/29/03 8:14 AM

NUMBER OF PAGES (including transmittal sheet):2

FROM FAX: 850/245-6127

COMMENTS: This communication is to in response to your letter dated April 11, 2003 regarding annual report fees and statutory penalties assessed against Neighborhood Stabilization Fund, Inc., under section 617.1502(4), Florida Statutes.

We would offer to settle the issue of annual report fees and foreign non qualified penalties assessed against Neighborhood Stabilization Fund, Inc., for the sum of \$3,928.75, reflecting penalties from 1995 of \$3,500.00 assessed at the statutory minimum of \$500.00, plus annual report fees of \$428.75 that would have been collected from 1995 had your client been properly qualified from the beginning

of its activities here in Florida. We sincerely hope your client will find this proposal agreeable. This offer is in effect until July 31, 2003.

Upon receipt of a check in that amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to indicate in its records Neighborhood Stabilization Fund, Inc., is authorized to conduct its affairs in Florida. Please mail the check to this attorney at: Office of General Counsel, 500 South Bronough Street, Room 123 The R. A. Gray Building, Tallahassee, Florida 32399-0250.

Please do not hesitate to contact me should you have any questions at 850-245-6514.

**500 SOUTH BRONOUGH STREET • ROOM 123 THE R. A. GRAY
BUILDING • TALLAHASSEE, FLORIDA 32399-0250**



Department of State
Memorandum
Office of the General Counsel

TO: Division of Corporations, Florida Department of State
FROM: Marielba Torres, Acting General Counsel *MT*
DATE: July 31, 2003
RE: Neighborhood Stabilization Fund, Inc.

As per the agreement between the corporation of reference and the Office of the General Counsel, said corporation has paid outstanding annual report and administrative fees in the amount of \$3,928.75.00. Based on the documents included in our files and on the payment received from the corporation on July 22, 2003, it is recommended that the Division records reflect that the corporation is authorized to transact business in Florida.

The logo for the Neighborhood Stabilization Fund (NSF) consists of the letters "NSF" in a bold, sans-serif font. To the right of the letters is a vertical line, and below the letters is a horizontal line, forming an L-shape.

Neighborhood Stabilization Fund
Comprehensive Post-Ownership Assistance

3607 Washington St..

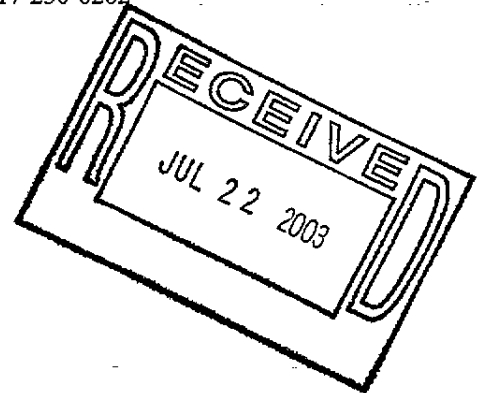
Jamaica Plain, MA 02130-2604

Phone: 617-250-6222

Fax: 617-250-6262

July 18, 2003

Marielba Torres
Acting General Counsel
Offices of General Counsel
500 South Bronough St., Rm. 123
The R.A. Gray Building
Tallahassee, FL 32399-0250



Dear Ms. Torres:

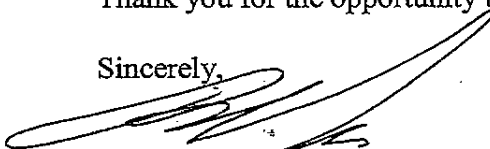
On April 29, the previous Acting General Counsel, Gerard York, presented an offer to the Neighborhood Stabilization Fund, Inc. (NSF) to settle the fees and penalties assessed to NSF for conducting affairs in Florida without qualification. I have attached to this letter a copy of his correspondence to NSF's attorney. This letter is in response to that offer to express that the offer is acceptable to NSF.

As per Mr. York's instructions, attached to this letter is a check payable to the Division of Corporations in the amount of \$3,928.75. This total reflects penalties assessed at the statutory minimum, as well missed annual report fees, since 1995 when NSF began its activities in Florida.

With this check, NSF formally accepts the Department of State's offer with the understanding that when the check is received, the Secretary of State's records will reflect that NSF is authorized to conduct its affairs in Florida and—once any annual report forms requested by the Secretary of State's office are filed with the Corporations Division by NSF—is in good standing and owes no further delinquent reports, penalties, or fees.

Thank you for the opportunity to settle this issue amicably.

Sincerely,

A handwritten signature in black ink, appearing to be "Bruce Marks", written over the word "Sincerely,".

Bruce Marks
President, NSF



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 15, 2002

JEFFREY B. MARKS
RYAN AND MARKS ATTORNEYS, LLP
3000-8 HARTLEY ROAD
JACKSONVILLE, FL 32257

SUBJECT: NEIGHBORHOOD STABILIZATION FUND, INC.
Ref. Number: W02000029686

6/13/95

We have received your document for NEIGHBORHOOD STABILIZATION FUND, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$7,428.75.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 002A00057422



FLORIDA DEPARTMENT OF STATE

Ken Detzner
Secretary of State

January 9, 2003

JEFFREY B. MARKS
RYAN AND MARKS ATTORNEYS, LLP
3000-8 HARTLEY ROAD
JACKSONVILLE, FL 32257

SUBJECT: NEIGHBORHOOD STABILIZATION FUND, INC.
Ref. Number: W02000029686

DOUG

FIERBERG

(202) 828-4100

CALLED 3/13/03

WILL FOLLOW WITH LETTER

This letter is in response to the application by foreign corporation/limited liability company for authorization to transact business in Florida that was previously submitted to this office for NEIGHBORHOOD STABILIZATION FUND, INC..

The referenced application states that the entity has transacted business in the State of Florida since June 13, 1995. You were notified by letter dated October 15, 2002, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the entity is liable for \$7428.75 in appropriate fees and penalties as set forth in Section 607.1502(4)/617.1502(4)/608.502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the entity first transacted business in Florida, that the entity did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Registration Section at (850) 245-6051.

Registration Section
Division of Corporations Letter No. 003A00000994

Enclosure

EXPLANATION

BIT
3/13/03

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:*

1. Neighborhood Stabilization Fund, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Massachusetts 3. 04 3249517
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. October 21, 1994 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. June 13, 1995
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155 (S.))
7. 3607 Washington Street, Jamaica Plain, MA 02130
(Principal office address)
same as above
(Current mailing address)
8. Neighborhood Stabilization including advocacy and homeowner counseling and assistance
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

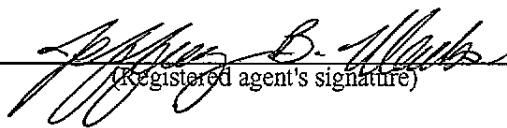
Name: Jeffrey B. Marks

Office Address: 3000-8 Hartley Road

Jacksonville, Florida 32257
(City) (Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:-

A. DIRECTORS

Chairman: Bruce Marks

Address: 3607 Washington Street
Jamaica Plain, MA 02130

Vice Chairman: Joyce Bazely

Address: 21-23 Oliver Street
Malden, MA 02148

Director: Mary Prussman

Address: 320 Lower Country Road
Dennisport, MA 02639

Director: Carmen Amao

Address: 17 Fuller Street
Dorchester, MA 02124

FILED
03 AUG -5 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Bruce Marks

Address: 3607 Washington Street
Jamaica Plain, Ma 02130

Vice President: Joyce Bazely

Address: 21-23 Oliver Street
Malden, MA 02148

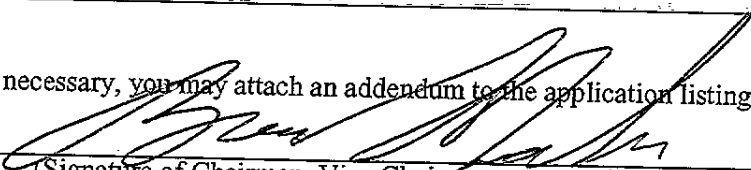
Secretary: Mary Prussman

Address: 320 Lower Country Road, Dennisport, MA 02639

Treasurer: Carmen Amao

Address: 17 Fuller Street, Dorchester, MA 02124

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Bruce Marks, Chairman and President

(Typed or printed name and capacity of person signing application)



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

August 28, 2002

TO WHOM IT MAY CONCERN:

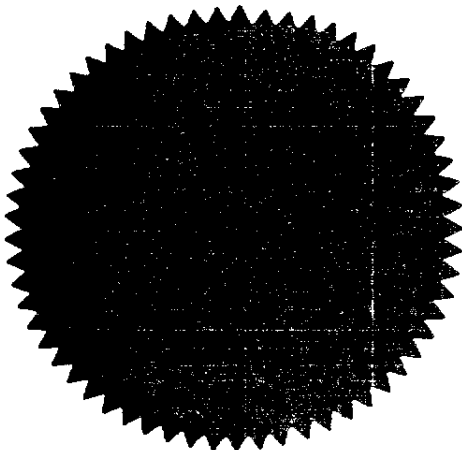
I hereby certify that according to the records of this office

NEIGHBORHOOD STABILIZATION FUND, INC.

is a domestic corporation organized on **October 21, 1994 (Chapter 180).**

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 180 section 26 A, for revocation of the charter of said corporation; that the State Secretary has not received notice of dissolution of the corporation pursuant to Massachusetts General Laws, Chapter 180, Section 11, 11A, or 11B; that said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

FILED
03 AUG -5 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth