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DANIEL B. MERRITT, JR., P.A.

JOHN M. KELLER, P.A.

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

November 21, 2001

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*****78.75 *****78.75

In re: Articles of Incorporation re: **NATURE COAST VOLUNTEERS FOR VETERANS, INC.**

Dear Sirs:

Please find enclosed for filing, the Articles of Incorporation together with a check in the amount of Seventy-Eight and 75/100 Dollars (\$78.75), to cover the filing fee, designation of resident agent, certified copy and certificate under seal for this corporation.

If any other information is needed to complete this incorporation please do not hesitate to contact me. Your assistance in this matter is appreciated.

Yours truly,

MERRITT & KELLER

John M. Keller
John M. Keller

JK/nk
enclosures
pc: Fran Horan Steeves
STE112111.lt1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

NATURE COAST VOLUNTEERS FOR VETERANS, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation Not For Profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a Corporation Not For Profit. By execution of these Articles of Incorporation, we do hereby accept all of the rights, privileges, benefits, and obligations conferred and imposed by said laws, and, further, do hereby adopt these Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I

NAME

Designation. The name of the Corporation, shall be NATURE COAST VOLUNTEERS FOR VETERANS, INC., and said name shall be so registered with the Florida Department of State, Division of Corporations.

ARTICLE II

DURATION

Perpetual Existence. This Corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, unless dissolved according to law. Upon the dissolution of this corporation 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.

ARTICLE III

GENERAL NATURE OF BUSINESS

General Purpose. This corporation is organized exclusively for charitable, religious, educational and/or scientific purposes, including, for such purposes, the making of distributions to organizations under Section 501 (c) (3), of the Internal Revenue Code. The general nature of the business to be conducted by the Corporation shall be: To organize, promote, and maintain for benevolent and charitable purposes, an association of persons or groups of persons to aide and comfort with relaxation therapy the Veterans of America who have served honorably in service to their country and who are now residing in local State of Florida Veteran's Nursing Homes; and all other lawful businesses permitted to a corporation organized under Chapter 617, Florida Statutes, the Florida Not For Profit Corporation Act, as in effect from time-to-time.

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SECRETARY OF STATE

ARTICLE IV

POWERS

Powers. The Corporation shall have all the authority and statutory powers of a Corporation Not For Profit and all of the powers and duties set forth in Chapter 617, Florida Statutes, the Florida Not For Profit Corporation Act, except where variances permitted by law appear in these Articles. The Corporation may conduct business in a manner designed to further the purposes and general nature of the corporation, together with all other powers permitted by law to Not For Profit Corporations, including, but not limited to, the following powers:

All Legal Acts. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein set forth, and to do every other act and thing incidental thereto or connected therewith, to the fullest extent permitted by law. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation 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 a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code).

ARTICLE V

INCOME DISTRIBUTION

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c) (3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

ARTICLE VI

INITIAL CORPORATE ADDRESS AND INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial corporate address shall be at 2462 Sunset Vista Drive, Aripeka, Florida 34607; and the initial registered office of the corporation shall be at 224 North Broad Street, Brooksville, Florida 34601, and the initial registered agent of the Corporation shall be John M. Keller, Esq., 224 North Broad Street, Brooksville, FL 34601.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors which shall consist of not less than three (3) persons, as shall be designated by the By-Laws, and elected at the annual meeting. The number of directors may be either increased or decreased from time-to-time by action in accordance with the Bylaws of the Corporation as from time-to-time adopted by the Board of Directors. The names and addresses of each of the initial Directors of the Corporation, each of whom shall serve until their respective successor is elected and has qualified pursuant to the Bylaws of the Corporation, are:

Fran Horan Steeves
2462 Sunset Vista Drive
Aripeka, FL 34607

Patrick Fennell
4710 Oklahoma Avenue
Tampa, FL 33616

Dorothy Henderson
9034 Senior Way
Brooksville, FL 34613

Mary Gangloff
1127 Lodge Circle
Spring Hill, FL 34606

John Mitchell
22912 Cypress Trail Dr.
Lutz, FL 33549

Edward Koh
6225 Old Pasco Rd.
Wesley Chapel, FL 33544

ARTICLE VIII
FIRST OFFICERS

The names and street addresses of the first officers, all of whom shall hold office until their successors are duly elected and qualified are as follows:

Fran Horan Steeves
2462 Sunset Vista Drive
Aripeka, FL 34607

- President

Patrick Fennell
4710 Oklahoma Avenue
Tampa, FL 33616

- Vice-President

Dorothy Henderson
9034 Senior Way
Brooksville, FL 34613

- Secretary

Mary Gangloff
1127 Lodge Circle
Spring Hill, FL 34606

- Treasurer

John Mitchell
22912 Cypress Trail Drive
Lutz, FL 33549

" Sergeant-At-Arms

Edward Koh
6225 Old Pasco Road
Wesley Chapel, FL 33544

" Advisor

ARTICLE IX **INDEMNIFICATION**

All officers and directors shall be indemnified by the Corporation against all expenses and liabilities including attorney's fees (including appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. The Corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such. The Corporation, by the adoption of appropriate provisions in its Bylaws, may indemnify any officer, director, or employee of the Corporation, or any former officer, director, or employee of the Corporation, to the full extent permitted by and as set forth in the Florida Not For Profit Corporation Act.

ARTICLE X **AMENDMENT**

Unless otherwise set forth herein, the Corporation reserves the right, in accordance with the Florida Not For Profit Corporation Act, to amend, alter, modify, or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

ARTICLE XI **GOVERNANCE OF THE INTERNAL AFFAIRS OF THE CORPORATION**

Bylaws. The initial By-Laws of the Corporation shall be adopted by the Board of Directors, which Board may from time-to-time alter, amend, repeal, or adopt new By-Laws in the manner provided by the By-Laws and these Articles.

ARTICLE XII
SUBSCRIBERS

The name and street address of the Incorporator of these Article of Incorporation are as follows:

Fran Horan Steeves
2462 Sunset Vista Drive
Aripeka, FL 34607

ARTICLE XIII
AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation by a simple majority vote of all Directors of the corporation and all rights conferred upon the members herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber to these Articles of Incorporation, has set her hand and seal this 21st day of November, 2001.


Fran Horan Steeves - President
FRAN HORAN STEEVES, President

STATE OF FLORIDA
COUNTY OF HERNANDO

BEFORE ME, the undersigned officer, this day personally appeared **FRAN HORAN STEEVES**, to me well known to be the person described in and who subscribed her name to the foregoing Articles of Incorporation of NATURE COAST VOLUNTEERS FOR VETERANS, INC., and she acknowledged before me that she executed said Articles of Incorporation for the uses and purposes therein expressed.

21st WITNESS my hand and official seal at the County and State aforesaid this day of November, 2001.

My Commission Expires:

 John Michael Keller
My Commission CC862595
Expires October 1, 2003

John Michael Keller
Notary Public
State of Florida at Large

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

NATURE COAST VOLUNTEERS FOR VETERANS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2462 Sunset Vista Drive Drive, Aripēka, Florida 34607, has named JOHN M. KELLER, ESQ., located at 224 North Broad Street, Brooksville, Florida, 34601, as its agent to accept service of process within the State of Florida.

Signature: Fran Horan Steeves
FRAN HORAN STEEVES
Title: President - President
Date: November 21, 2001

ACCEPTANCE OF RESIDENT AGENT

Having been named as resident agent to accept service of process for NATURE COAST VOLUNTEERS FOR VETERANS, INC., at the place designated in this certificate, I hereby agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as such officer.

Signature: John M. Keller
JOHN M. KELLER, ESQ.
Date: November 21, 2001

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TALLAHASSEE, FLORIDA