

NO 7000002129

(Requestor's Name)

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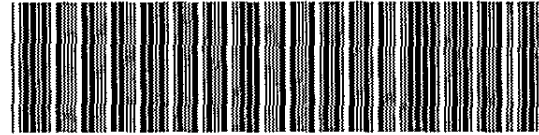
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAR 1 2007

McLEOD LAW FIRM

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February 26, 2007

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

RE: NEIGHBORS 2 NEIGHBORS, INC.

Enclosed please find our check in the amount of \$78.75, together with an original and one copy of the Articles of Incorporation for the above-named corporation:

| | |
|----------------------|-------------|
| Filing Fee | \$35.00 |
| Registered Agent Fee | 35.00 |
| Certified Copy | <u>8.75</u> |
| Total | \$78.75 |

Please file the original Articles and return a certified copy to me.

Thank you for your attention in this regard.

Very truly yours,

McLEOD LAW FIRM


Raymond A. McLeod

RAM/blp
Enclosures
cc: Neighbors 2 Neighbors, Inc.

ARTICLES OF INCORPORATION
OF
NEIGHBORS 2 NEIGHBORS, INC.

I, the undersigned natural person, being over the age of twenty-one (21) years and being a citizen of the State of Florida, acting as the Incorporator of a corporation under the Florida Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE ONE - NAME

The name of the corporation is NEIGHBORS 2 NEIGHBORS, INC. and its principal place of business is 1208 Errol Parkway, Apopka, Florida 32712.

ARTICLE TWO - DURATION

The period of its duration shall be perpetual.

ARTICLE THREE - PURPOSES

This corporation is organized exclusively for charitable, educational 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operating exclusively for charitable, educational, religious or scientific purposes as shall at that time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

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TALLAHASSEE, FLORIDA

Any such assets not so disposed of shall be disposed of by an appropriate court exercising jurisdiction in the county in which the principal office of the corporation 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.

ARTICLE FOUR - RESTRICTIONS

(A) All of the property, assets, income, principal and contributions of the corporation are irrevocably dedicated to the charitable purposes stated above, and no part of the net earnings, properties or assets of this corporation shall at any time inure to the benefit of any private person or individual or any Director of this corporation and upon dissolution or liquidation of all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to such fund, foundation or corporation organized and operated purely for charitable purposes as the Board of Directors shall determine and as shall at that time qualify as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code, or as the same may be amended.

(B) No substantial part of the activities of the corporation shall consist in attempting to influence legislation by propaganda or otherwise, or directly or indirectly participating in, or intervening in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

(C) The corporation shall not engage in any of the prohibited transactions described in Section 503(c) of the Internal Revenue Code, as now in force and afterwards amended.

(D) The corporation shall not unreasonably accumulate income within the meaning of Section 504 of the Internal Revenue Code, as now in force or afterwards amended.

(E) The corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code, as now in force or afterwards amended.

(F) No part of the net earnings of the corporation shall inure to the benefit of any private shareholder or individual within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now in fore or afterwards amended.

(G) No compensation shall be paid to any member, officer, Director, creator or organizer of the corporation or substantial contributor to the corporation for such services except that a reasonable allowance for services actually rendered to or for the corporation may be paid.

(H) The corporation shall not be operated for the benefit of private interests such as contributors to the corporation or persons who are controlled directly or indirectly by such private interests.

ARTICLE FIVE - MEMBERSHIP

The corporation shall have members, but will be controlled, managed and directed by its Board of Directors.

ARTICLE SIX - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office is 1208 Errol Parkway, Apopka, Florida 32712, and the name of the Registered Agent at the same address is KATHY S. TILL.

ARTICLE SEVEN - DIRECTORS

The number of Directors of the corporation shall not be less than three (3) or more than nine (9). Until changed in accordance with the Bylaws of the corporation within the limits above stated, the number of Directors shall be four (4).

At the first meeting of the Directors, Bylaws of the corporation shall be adopted setting forth the tenure of the members of the Board of Directors, the manner of electing new members of the Board of Directors, and providing for staggered terms. Thereafter, Directors whose terms are expiring will be elected as provided for in the Bylaws.

The names and addresses of the persons who are to serve as Directors until the first meeting of the Board of Directors or until their successors are elected and qualified are:

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------|--|
| KATHY S. TILL | 1208 Errol Parkway Apopka, Florida 32712 |
| LARRY TILL | 1208 Errol Parkway Apopka, Florida 32712 |
| SONYA TILL | 3375 Spring Hill Parkway # 1034 Smyrna, Georgia 30080 |
| DERRY SAMPEY | 1208 Deer Lake Circle Apopka, Florida 32712 |
| MARCIA FLETCHER | 135 North Atlas Drive Apopka, Florida 32703 |

ARTICLE EIGHT - INCORPORATOR

The name and address of the Incorporator is:

| <u>NAME</u> | <u>ADDRESS</u> |
|---------------|---|
| KATHY S. TILL | 1208 Errol Parkway Apopka, Florida 32712 |

IN WITNESS WHEREOF, I have hereunto set my hand this 23rd day of February, 2007.



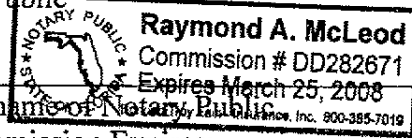
KATHY S. TILL

STATE OF FLORIDA
COUNTY OF ORANGE

THE FOREGOING instrument was acknowledged before me by KATHY S. TILL (✓one)
✓ who is personally known to me or _____ who produced
_____ as identification and who did take an oath and
declared under oath that she is the person who signed the foregoing document as the Incorporator,
and that the statements therein contained are true.

WITNESS my hand and official seal in the County and State last aforesaid this 23rd day
of February, 2007.

Raymond A. McLeod
Notary Public



Printed name of Notary Public

My Commission Expires:

(SEAL)

ACCEPTANCE BY REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared KATHY S. TILL (✓) who is personally known to me or _____ who produced _____ as identification known to me to be the person who accepted designation as Registered Agent on behalf of NEIGHBORS 2 NEIGHBORS, INC. and she acknowledged before me that she executed this Acceptance of Designation as Registered Agent freely and voluntarily.

Kathy S. Till
KATHY S. TILL

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 23rd day of February, 2007.

Raymond A. McLeod
Notary Public

(SEAL)

Printed name of Notary Raymond A. McLeod
My Commission # DD282671
Expires March 25, 2008
Benevolent Trust Fidelity Insurance, Inc. 800-388-7078