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SECRETARY OF STATE
ALLAHASSEF, FI DRIN.

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COVER LETTER

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

SUBJECT: Neighbors	Saving Neighbors, Inc. (PROPOSED CORPORAT)	E NAME – <u>MUST INCLU</u>	DE SUFFIX)	
Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for:				
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certified Copy & Certificate	
		ADDITIONAL COPY REQUIRED		
FROM: Lewis B. Simon Name (Printed or typed)				
1680 St. James Circle Address				
The Villages, FL. 32162 City, State & Zip				
(352) 751 - 0441 Daytime Telephone number				

NOTE: Please provide the original and one copy of the articles.

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

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ARTICLE I. NAME

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The name of the corporation shall be: Neighbors Saving Neighbors, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation (the "Corporation") shall be:

1680 St. James Circle, The Villages, FL 32162

ARTICLE III. PURPOSE

To the extent permitted by Code Section 501(c)(3), the Corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition, or for the prevention of cruelty to children or animals. All references to "Code" are to the Internal Revenue Code of 1986, as amended from time to time.

No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its directors, officers, members 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as otherwise provided in Code Section 501(b). The Corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal income tax under Code Section 50 1 (c)(3) or by a corporation to which contributions are deductible under Code Section 170(c)(2).

If the Corporation is at any time deemed to be a private foundation within the meaning of Code Section 509(a), then for the period in which the Corporation is so deemed, the Corporation shall distribute its income for each tax year at such time and in such manner as not to subject the Corporation to tax under Code Section 4942, and the Corporation shall not engage in any action of self dealing as defined in Code Section 4941(d), retain any excess business holdings as defined in Code Section 4943(c), make any investment as to subject the Corporation to tax under Code Section 4944 or make any taxable expenditures as defined in Code Section 4945(d).

ARTICLE IV. MANNER OF ELECTION

The Directors will be elected in the manner provided in the Company's bylaws but in no event shall number less than three (3).

ARTICLE V. INITIAL DIRECTORS AND/OR OFFICERS

Lewis B. Simon, Director 1680 St. James Circle The Villages, FL. 32162

Sherrill A. Simon, Director 1680 St. James Circle The Villages, FL. 32162

Johanne M. Picken, Director 78 Club House Road Breckenridge, CO. 80424-7399

ARTICLE VI. DISSOLUTION

Upon dissolution of the corporation, any remaining assets must be used exclusively for exempt purposes such as charitable, religious, educational and/or scientific purposes or distributed to another organization exempt from Federal and state income tax under Section 501(c)(3) of the Internal Revenue Code, as amended.

ARTICLE VII. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Richard Cole

1720 St. James Circle

The Villages, FL. 32162

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator is:

Lewis B.Simon

1680 St. James Circle

The Villages, FL. 32162

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SECNETARY OF STATE TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature - Registered Agent

Date: 3,26.0つ(

Signature - Incorporator:

Date: 3-25-09