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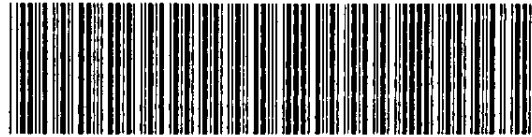
(Business Entity Name)

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MAR 17 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PS 3/21/11

COVER LETTER

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

SUBJECT: NEHEMIAH'S VILLAGE INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE 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: MICHAEL FAEHNER, ESQ

Name (Printed or typed)

2380 DREW ST. SUITE 4

Address

CLEARWATER, FL 33765

City, State & Zip

727 443-5190

Daytime Telephone number

MFAEHNER@MFAEHNER.COM

E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
FOR
NEHEMIAH'S VILLAGE, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I
Name of Corporation

The name of this not-for-profit corporation shall be NEHEMIAH'S VILLAGE INC.

ARTICLE II
Principal Office

The principal office and mailing address of the corporation is located at 5107 29TH
Avenue South, Gulfport, Florida 33707

ARTICLE III
Purposes

The corporation shall be organized as a not-for-profit corporation under Chapter 617, Florida Statutes, incorporated on a non-stock basis. The corporation is to be formed exclusively for charitable, educational, and scientific purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue law. Specifically, the corporation is to meet the significant transitional needs of young adults aging out of the foster care system in Florida by empowering them with the necessary educational, job training, life skills, mentoring, financial and housing tools so they can become better citizens and members of the community. In furtherance of these purposes, the corporation may engage in any lawful act or activity for which corporations may be organized under the Florida Not-For-Profit Corporation Act.

ARTICLE IV
Duration

The corporation shall have perpetual duration.

ARTICLE V
Powers

This corporation shall have all of the corporate powers enumerated as it may be amended from time to time and set forth in Chapter 617 of the Florida Statutes provided, however,

that none of the powers granted to this corporation shall be used in any manner whatsoever in contravention of the purpose or purposes for which the corporation has been formed as set in Article III.

ARTICLE VI

Prohibited Acts

This corporation shall operate exclusively for charitable, educational, and scientific purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, in the course of which operation:

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, trustees, 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 the purposes set forth herein.

B. 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.

C. 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 the 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 the corresponding section of any future federal tax code.

ARTICLE VII

Dissolution

The corporation may be dissolved with the assent given in writing and signed by not less than two thirds (2/3) of the voting membership. Upon dissolution of the corporation, the Board of Directors, after paying or making provisions for the payment of all of the liabilities of the 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 the corresponding provision of any future Internal Revenue Code), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of 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 VIII

Board of Directors and Officers

The management of the affairs of this corporation is vested in its Board of Directors which shall consist of not less than three (3) members. All members of the Board shall be elected or appointed in the manner and for the terms prescribed in the Bylaws of the corporation, and shall hold office until their respective successors are duly elected or appointed. The Board of Directors, at its annual meeting, shall elect a President, Vice President, Secretary and a Treasurer, and such other officers and Directors as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the corporation, such officers to hold office at the pleasure of the Board or until their successors are duly elected and qualified. The officers of the corporation shall have such duties as may be specified by the Board or by the Bylaws of this corporation.

ARTICLE IX

Initial Board of Directors and Officers

The initial Board of Directors and its officers shall be comprised of the following individuals, each of whom is to hold office until the first election to be held under the provisions of the Articles or the provisions of the Bylaws:

Karen St. Jean – President
5107 29th Avenue South, Gulfport, FL 33707

Georgene Serrano – Vice-President
2811 Eagles Nest Dr., Palm Harbor, FL 34683

Lori LaBrecque – Secretary
524 Dr. ML King Street South, Apt. #5, St. Petersburg, FL 33701

Janice Roth – Treasurer
P.O. Box 46405, St. Pete Beach, FL 33741

ARTICLE X

Bylaws

The Bylaws of the corporation shall be adopted by the initial Board of Directors, as constituted under Article IX above, at the organizational meeting of the Board, and said Bylaws may thereafter be amended, by the affirmative vote of at least two thirds (2/3) of the Board of Directors present and voting.

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TALLAHASSEE, FLORIDA

ARTICLE XI
Amendment of Articles of Incorporation

These Articles of Incorporation may be amended by the affirmative vote of at least two thirds (2/3) of the Board of Directors of this corporation, present and voting, at any meeting of the Board of Directors called specifically for that purpose.

ARTICLE XII
Registered Agent

The name of the initial registered agent of this corporation is Michael J. Faehner, Esq. and is located at 2380 Drew Street, Suite 4, Clearwater, FL 33765 in Pinellas County, Florida.

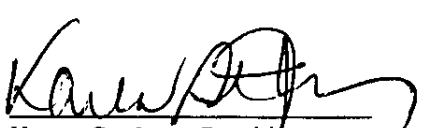
ARTICLE XIII
Indemnification

The corporation shall indemnify any officer or Director, or any former officer or Director, to the fullest extent permitted by law.

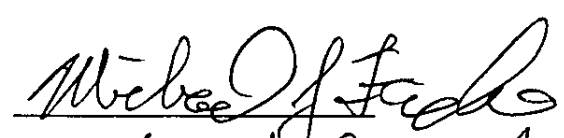
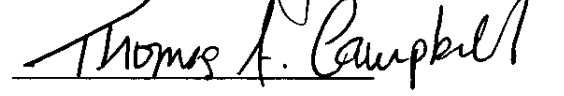
ARTICLE XIV
Incorporators

The name and address of the incorporator is:
Karen St. Jean, President
5107 29th Avenue South, Gulfport, FL 33707

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 14 day of March, 2011.


Karen St. Jean, President

In the Presence Of:

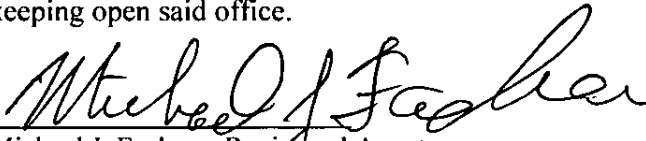



ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:

Having been named to accept service of process for NEHEMIAH'S VILLAGE INC. at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.


Michael J. Faehner, Registered Agent

In the Presence Of:

