

W12000004507

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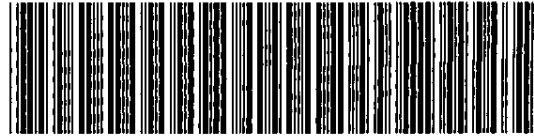
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W120000021257



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04/16/12--01039--005 **70.00

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DIVISION OF CORPORATIONS
12 MAY -2 PM 3:13

5/3/12

April 9, 2012

Internal Revenue Service

P. O. Box 2508

Cincinnati, OH 45201

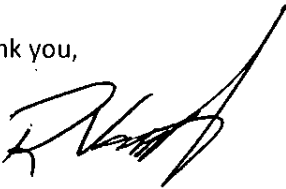
Re: Neighborhood Champions Inc.
6767 N. Wickham Road, Suite 400
Melbourne, FL 32940

Gentlemen:

This is to request a tax-exempt status letter for Neighborhood Champions, Inc. under Section 501(c)3 of the Internal Revenue Code.

A copy of the Articles of Incorporation Of Neighborhood Champions, Inc. is enclosed for your reference.

Thank you,



Ron Vaught, President

Neighborhood Champions, Inc.

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12 APR 16 AM 9:20

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS



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FLORIDA DEPARTMENT OF STATE
Division of Corporations

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 17, 2012

NEIGHBORHOOD CHAMPIONS INC.
6767 N. WICKHAM ROAD
SUITE 400
MELBOURNE, FL 32940

SUBJECT: NEIGHBORHOOD CHAMPIONS, INC.
Ref. Number: W12000021257

We have received your document for NEIGHBORHOOD CHAMPIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 512A00011993

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION OF
NEIGHBORHOOD CHAMPIONS, INC.

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12 MAY -2 PM 3: 14

A Florida Corporation Not For Profit

THE UNDERSIGNED, subscriber of the Articles of Incorporation, a natural person competent to contract, forms a not-for-profit corporation under the laws of the State of Florida, and agrees to the following conditions of said corporation.

ARTICLE I. NAME

The name of the corporation is **NEIGHBORHOOD CHAMPIONS, INC.**

ARTICLE II. ENABLING LAW

This corporation is organized pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes.

ARTICLE III. PURPOSES

(a) The specific and primary purpose for which this corporation is organized is to assist governmental agencies to significantly lessen the burden of government, reduce vacant, abandoned, blighted, and poorly maintained homes and to assist people to obtain housing and to erect, maintain and rebuild public buildings, monuments or works.

(b) This corporation shall conduct seminars, classes, lectures and other activities that will promote the ideals and objectives of the corporation and to disseminate the information and knowledge gained through the efforts of the corporation and its members.

(c) This corporation is organized and operated exclusively for non-profit purposes and no part of any net earnings shall inure to the benefit of any member, director or officer.

(d) This corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida, provided, however, that this corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth in subparagraphs (a) through (c) of these articles.

(e) This corporation shall have the authority to adopt such by-laws as may be consistent with the purposes enumerated herein and consistent with the Federal laws and the laws of the State of Florida under which this corporation is incorporated.

ARTICLE IV. TERM

This corporation shall have perpetual existence and is organized under a non-stock basis.

ARTICLE V. INCORPORATORS

The name and residence of the subscriber of the Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Ron Vaught	6767 N. Wickham Road 4 th Floor Melbourne, FL 32940

Article VI. Membership

The authorized number of members of this corporation and the different classes of membership, if any, the property, voting and other rights and privileges of members, the liability of members for dues or assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the By-Laws of this corporation. Any natural person residing in the State of Florida or the United States of America with an interest in facilitating the purposes set forth for establishing this corporation is qualified to become a member of this corporation upon request for membership for admission through an officer, director or member of the corporation. Any natural person with an interest in the programs provided by this corporation is qualified to participate in the programs of this corporation.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs, managed and conducted by a board of directors. The By-Laws of this corporation may provide for the number of directors to be increased or decreased as set forth in the By-Laws adopted by the members entitled to vote. Directors shall be elected annually by majority vote of the members who vote at such election.

The directors of this corporation shall be indemnified and immune from liability to the extent set forth, provided and limited in Section 617.0831, Florida Statutes, and the corporation may provide for bonding and insuring board members from and against liability.

The name and residence of the person constituting the first board of directors is:

<u>Name</u>	<u>Address</u>
Ron Vaught	6767 N. Wickham Road, 4 th Floor Melbourne, FL 32940
Gail Vorpagel	13066 156 th Street North Jupiter, FL 33478
Tina Beals	121 Hercules Drive East Orange Park, FL 32073

B. Elective officers. The officers of this corporation shall be a President, Vice-President, Secretary, and Treasurer. Other officers may be established or appointed by members of this corporation at any regular annual meeting. The qualifications, time, and manner of electing and appointing, the duties of the terms of office, and the manner of removing officers shall be as set forth in the By-Laws. Officers of this corporation shall be indemnified and immune from liability to the extent set forth, provided and limited in Section 617.0831, Florida Statutes, and the corporation may provide for bonding or insuring officers from and against liability.

The officer who is to serve until the first election of officers under the Articles of Incorporation is:

PRESIDENT,	Ron Vaught
SECRETARY	
TREASURER	

C. The address of the corporation's initial principal office in the State of Florida is: 6767 N. Wickham Road, 4th Floor, Melbourne, FL 32940.

D. The name and address of this corporation's initial registered agent is: Ron Vaught, 6767 N. Wickham Road, 4th Floor, Melbourne, FL 32940.

ARTICLE VIII. INCOME FROM PUBLIC EVENTS

If this corporation holds any events in which members of the general public are invited to participate or attend for a fee, and/or concessions are sold, the net proceeds, if any, attributable to such receipt from the general public will be paid over to the treasurer for costs attributable to the operation of this corporation.

ARTICLE IX. BY-LAWS

By-Laws will be hereinafter adopted at the first meeting of the board of directors. Such By-Laws may be amended or repealed, in whole or in part, by the directors in the manner provided therein. Any amendments to the By-Laws shall be binding on all members of this corporation.

ARTICLE X. AMENDMENT OF ARTICLES

Amendment to these Articles of Incorporation may be proposed by a resolution adopted by the board of directors, and then presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3rds) of a quorum of members of the corporation present at the meeting at which such amendment resolution is considered.

ARTICLE XII. RESTRICTION ON DISTRIBUTION OF EARNINGS; RESTRICTION ON ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, 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 in Articles III and XII hereof. No substantial part of the activities of the corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. 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 of 1954, or amendments thereof, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, or amendments thereto.

ARTICLE XIII. DISPOSITION OF ASSETS ON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall , after paying or making provision for the payment of all 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 organizations organized and operated exclusively for social and educational purposes, as shall at the time qualify as an organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or amendments thereto, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located and such disposition exclusively for

such purposes or to such organization or organizations exclusively for such purposes.

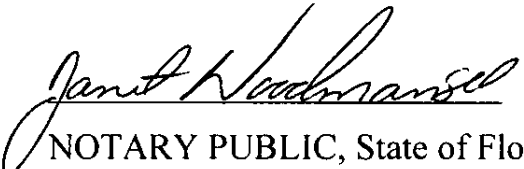

IN WITNESS WHERE OF, the undersigned subscribing incorporator has executed these Articles of Incorporation this 27 day of April, 2012.



Ron Vaught

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 27 day of April, 2012, by **Ron Vaught**, who is personally known to me or produced _____ as identification.


NOTARY PUBLIC, State of Florida

[Printed Name of Notary]



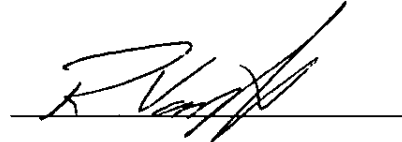
JANET WOODMANSEE
NOTARY PUBLIC
STATE OF FLORIDA
Comm# EE052488
Expires 1/26/2015

Commission Expires: 01/26/2015

Acceptance by Registered Agent

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in Article VI of these Articles of incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to complete

performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Ron Vaught

6767 N. Wickham Road
4th Floor
Melbourne, FL 32940
~~774~~-561 767-8564

Date: 4-27-12

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