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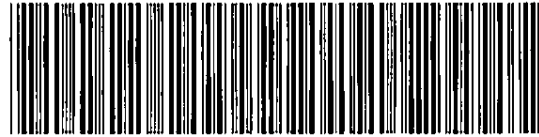
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: NEIGHBOR TO NEIGHBOR IN THE NENES, 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: Eddie Williams, III / Holland & Knight
Name (Printed or typed)

315 S. Calhoun Street, Suite 600

Address

Tallahassee, FL 32301

City, State & Zip

850-425-5653

Daytime Telephone number

btabac@earthlink.net

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

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SECRETARY OF STATE
TALLAHASSEE, FL 32304

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

**Articles of Incorporation
of
Neighbor to Neighbor in the Nenes, Inc.**

The undersigned, acting as incorporator of NEIGHBOR TO NEIGHBOR IN THE NENES, INC. (the "Corporation" or "N³"), under the Florida Not For Profit Corporation Act, submits this following Articles of Incorporation:

Article I. Name

The name of the corporation is Neighbor to Neighbor in the Nenes, Inc. (the "Corporation" or "N³").

Article II. Address

The street address of the initial principal office and the mailing address of the Corporation are 1525 Heechee Nene, Tallahassee, FL 32301.

Article III. Purpose

The purposes for which the Corporation is organized are exclusively charitable, educational, and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provision of any future United States Internal Revenue law. Within the scope of the foregoing, the purposes of the Corporation will include, but are not limited to the following:

A. To serve as an information and referral service to help senior residents in the Indian Head Acres (Tallahassee, FL) neighborhood stay in their homes as long as possible as they age. N³ will act as an informational resource in order to connect potential service providers and volunteers with senior residents who indicate a need for services.

B. To receive by bequest, gift, devise, or in any other manner, money, assistance, and any other form of contribution whether real, personal or mixed property, from any and every source, governmental as well as private, and particularly from any person, or firm or from any public or private corporation or association of whatsoever nature, to be used in the furtherance of the objects of this Corporation.

C. So long as consistent with the above-listed purposes, to carry out any and all powers conferred upon not-for-profit corporations by the Florida Statutes.

D. To operate exclusively and always in any other manner for such charitable, educational, and scientific purposes as will qualify it as an exempt organization under section 501(c)(3) of the Code, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering tax exempt organizations under the Code, including private foundations and private operating foundations.

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Article IV. Management of Corporate Affairs

A. Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of directors of the Corporation shall be not less than three (3) nor more than twelve (12). The manner in which the directors are elected shall be stated in the Corporation's Bylaws.

B. Requirements. The eligibility requirements for Directors shall be stated in the Bylaws.

C. Vacancies. Any vacancies in the Board of Directors resulting from whatever reason shall be filled according to the procedures in the Bylaws.

Article V. Amendments

Any amendments to these Articles of Incorporation may be proposed and adopted by two-thirds majority vote of the full Board of Directors at any regular or called meeting.

Article VI. Indemnification

A. The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or of any corporation not for profit of which the Corporation is a member, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or of any corporation not for profit of which the Corporation is a member. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director, within twenty (20) days after receipt of the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

B. The Corporation by action of its Board of Directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the Corporation or of any corporation not for profit of which the Corporation is a member, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or of any corporation not for profit of which the Corporation is a member. The Corporation by action of its Board of Directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent, after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the Board of Directors, the authority granted to the Board of Directors in this paragraph (B) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

Article VII. Limitations on Corporate Powers

The corporate powers of the Corporation are as provided in Section 617.0302, Florida Statutes, except to the extent such powers are limited by the following provisions of this Article:

A. No part of the assets or net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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 the purposes set forth in Article III hereof.

B. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Code), and the Corporation shall not participate in or intervene in (including the publishing or distributing 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 activities not permitted to be carried on (i) by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or (ii) by a corporation. contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

Article VIII. Registered Office and Agent

The Corporation designates 1525 Heechee Nene, Tallahassee, FL 32301 as the street address of the registered office of the Corporation and names Betsy Tabac, the Corporation's registered agent at that address to accept service of process within this State.

Article IX. Dissolution

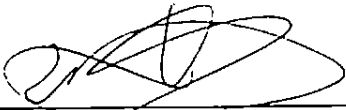
In the event of the dissolution of this Corporation, after all outstanding obligations are paid, all assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 X. Incorporator

The Corporation's incorporator is Eddie Williams, III. The incorporator's street address is 315 S. Calhoun Street, Suite 600, Tallahassee, Florida 32301.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of this 26th day of FEBRUARY, 2018.

By: 
Eddie Williams, III

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TALLAHASSEE, FL 32399

Acceptance of Registered Agent

I agree to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Not For Profit Corporation Act, and acknowledge that I am familiar with, and accept, the obligations of such position.

Betsy Talac
[NAME]

Date: 2/18/2018

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