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March 14, 2018

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

18 MAR 16 PM 3:22  
TALLAHASSEE, FLORIDA

In Re: No Town Left Behind, Inc. Articles of Incorporation

Dear Sir or Madam:

Please find enclosed Articles of Incorporation for No Town Left Behind, Inc. and a check in the amount of Seventy Dollars (\$70.00) in order to incorporate No Town Left Behind, Inc. as a Florida not-for-profit corporation.

Upon filing, please mail the original Articles to the following address, in the self-addressed stamped envelope provided:

Aaron J. Tracy  
c/o Tracy Law, P.A.  
P.O. Box 2759  
Sarasota, Florida 34230

Thank you for your attention with regard to this matter. Should you have any questions, please do not hesitate to contact me.

Sincerely,

/s/ Aaron J. Tracy

Enclosure

**ARTICLES OF INCORPORATION  
OF  
NO TOWN LEFT BEHIND, INC.**

I, the undersigned, do hereby subscribe my name to these Articles of Incorporation for the purpose of creating a Corporation, not for profit in nature and purpose, in accordance with Chapter 617, Florida Statutes, as now in force or hereafter amended.

ARTICLE I  
NAME, ADDRESS AND INITIAL REGISTERED AGENT AND OFFICE

The name of this Corporation shall be **NO TOWN LEFT BEHIND, INC.** (the "Corporation"). The address of the Corporation's principal place of business, and its mailing address is 27326 Whispering Birch Way, Wesley Chapel, Florida 33544. The street address of the initial registered agent is 435 12<sup>th</sup> Street West, Suite 209, Bradenton, Florida 34205, and the name of the initial registered agent is Aaron J. Tracy, Esq.

ARTICLE II  
OBJECTIVES AND PURPOSES

The general objective and purpose of this Corporation shall be:

1. The Corporation is organized exclusively for charitable, scientific and 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, or the corresponding provision of any future Federal tax code.
2. The Corporation is primarily established by licensed chiropractors to provide charitable and educational support to communities preparing for or suffering from a natural disaster or catastrophic event (natural disasters and catastrophic events are herein referred to as a "Disaster"). Upon the occurrence of a Disaster and the Corporation's determination to aid people and communities from Disasters, the Corporation shall assist people and communities through the utilization of a variety of programs; including, but not limited to: (i) establishing wellness services to responders primarily focused on providing licensed chiropractic treatments and massage therapy; (ii) assist in the coordination, training and mobilization of national emergency volunteers for the quick distribution of goods, supplies and services necessary during and after a Disaster; (iii) assist in the collection and distribution of donated goods, supplies and services needed by communities affected by a Disaster; (iv) train churches and outreach centers how become streamlined distribution centers and volunteer hubs in the event of a Disaster while providing support during and after a Disaster through assisting communities leaders and first responders as deemed necessary. The Corporation recognizes the value of communities and each person's life along with the tragedy caused by a Disaster and shall strive to assist in the rehabilitation of communities and the people within communities affected by a Disaster.

3. To establish and publish rules and regulations governing:
  - a) The adoption and publication of Bylaws; and
  - b) The adoption of the corporate seal.
4. To enter into contractual agreements, including but not limited to the lease, purchase and sale, of any and all kinds of real and personal property which may be necessary or appropriate for any of the foregoing objectives and purposes and to enter into agreements with persons or agents for the provision of professional services relating to the foregoing objectives and purposes.
5. To borrow money and mortgage, pledge, encumber, or otherwise hypothecate assets of the Corporation as security therefor.
6. To employ the foregoing general purposes and objectives as guidelines, which are not to be construed as limitations. Said purposes may from time to time be changed through lawful procedures as directed by a vote of the Corporation's Directors in accordance with its published or adopted Bylaws. This Corporation shall also have all other common law and the laws of the State of Florida under which this Corporation is organized provide statutory powers as.
7. Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on: (a) by an organization 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 III  
TERM OF EXISTENCE

Pursuant to the provisions of Section 617.0123, Florida Statutes, this Corporation shall begin existence upon the filing of these Articles of Incorporation with the Secretary of State, State of Florida. This Corporation shall have perpetual existence, or as determined earlier by the laws of the State of Florida, or by the vote of its Directors, as provided in the Bylaws of this Corporation.

ARTICLE IV  
NAME AND ADDRESS OF INCORPORATOR

Aaron J. Tracy, Esq.                      435 12<sup>th</sup> Street West, Suite 209, Bradenton, FL 34205

ARTICLE V  
DIRECTORS OF THE CORPORATION

The affairs of the Corporation shall be managed by its Officers and Board of Directors. The Officers of this Corporation shall be as follows: President, Vice President, Secretary, Treasurer, and such other officers with such other duties and tenures as set forth and provided by the Bylaws of the Corporation.

The Board of Directors shall consist of not less than three (3) nor more than nine (9) Directors who shall be elected, qualified and hold office in accordance with the provisions of the Bylaws of this Corporation.

At any meeting of the Directors, a majority of the then elected Board of Directors shall constitute a quorum.

ARTICLE VI  
NAMES AND ADDRESSES OF INITIAL DIRECTORS

<u>Directors:</u>	<u>Address:</u>
Kimberly Goreham	1437 Avenida Alvarado Placentia, CA 92870
Andrea Marconi Nastelli	27326 Whispering Birch Way Wesley Chapel, FL 33544
Jennifer Thatcher	7804 Hickory Hollow Dr. Lumberon, TX 77657

ARTICLE VII  
AMENDMENT OF THE ARTICLES OF INCORPORATION

A. The Articles of Incorporation may be altered, amended or repealed in whole or in part by the majority vote of all members of the Board of Directors of the Corporation at any duly-called and noticed regular or special meeting. Any Amendments of the Articles of Incorporation, upon the approval by the Secretary of State of Florida and upon filing in the office of the said Secretary of State and paying all required filing fees shall become and be taken as part of, these Articles of Incorporation.

B. Notwithstanding the foregoing Section A, the officers or directors of the Corporation shall not cause any amendment or alteration of the Articles of Incorporation or Bylaws to be made which would alter the intention and purposes expressed in Article II or which would conflict with the provisions of Articles VIII (if applicable) and IX of these Articles of Incorporation.

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ARTICLE VIII  
RESTRICTIONS

Notwithstanding any other Article of these Articles of Incorporation, if the Corporation is determined to be a Private Foundation within the meaning of Section 509(a) of the Internal Revenue Code (or corresponding section of any future Federal tax code), then the Corporation:


- A. Shall distribute its income, if any, for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code (or corresponding section of any future Federal tax code).
- B. Will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code (or corresponding section of any future Federal tax code).
- C. Will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code (or corresponding section of any future Federal tax code).
- D. Will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code (or corresponding section of any Future federal tax code).
- E. Will not make any expenditures as defined in Section 4945(d) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 Section 501(c)(3) purposes. 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 publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

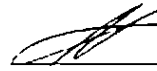
ARTICLE IX  
DISSOLUTION

In the event the Corporation is dissolved by either voluntary or involuntary means, all assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e., charitable, educational, religious or scientific (or 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. The determination required hereby shall be made by the Corporation's Board of Directors in their sole discretion, applying the guidelines set forth herein. 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.

  
\_\_\_\_\_  
Aaron J. Tracy, Esq., Incorporator

Having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
Aaron J. Tracy, Esq.