

# N 960000003846

## TRANSMITTAL LETTER

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

SUBJECT: LOVE YOUR NEIGHBOR, INC.  
(Proposed corporate name - must include suffix)

7000001900927  
-07/23/96--01005--003  
\*\*\*\*131.25 \*\*\*\*131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate	<input type="checkbox"/> \$122.50 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$131.25 Filing Fee, Certified Copy & Certificate
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FROM: James A. Ward  
Name (Printed or typed)

537 NE 199 Lane  
Address

Miami, Florida 33179  
City, State & Zip

305-375-4419  
Daytime Telephone number

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

112 7-23 96

**ARTICLES OF INCORPORATION  
OF  
LOVE YOUR NEIGHBOR, INC.  
A Florida "Not for Profit" Corporation**

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

**I. NAME OF CORPORATION:**

The name of the corporation is LOVE YOUR NEIGHBOR, INC.

**II. PRINCIPAL OFFICE:**

The principal office of the corporation is located at 537 N.E. 199th Lane, Miami, Florida 33179

**III. MAILING ADDRESS:**

The mailing address of the corporation is Stephen P. Clark Center, 111 N.W. First Street, Suite 2210, Miami, Florida 33128-1912.

**IV. REGISTERED AGENT**

The name of the registered agent of the corporation is James A. Ward. The registered Agent's office address is 111 N.W. First Street, Suite 2210, Miami, FL 33128-1912.

**V. DURATION/MEMBERSHIP**

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

**VI. BOARD OF DIRECTORS**

The method of election of the Board of Directors shall be stated in the bylaws.

**VII. INCORPORATORS**

The name and address of the incorporator is: James A. Ward, 537 N.E. 199th Lane, North Miami Beach, FL 33179.

### **VIII. CORPORATE PURPOSES**

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

- 1) To make Miami and the world a better place to live.
- 2) To work toward improving our mental health and community image.
- 3) To reduce stress, suffering, violence and crime by becoming considerate, respectful and caring toward each other.
- 4) To identify Miami and Dade County as a community that cares for all people regardless of race, ethnicity, religion or social status.
- 5) To obtain participation and support of all public and private organizations such as educational institutions, businesses, civic and social clubs, religious groups and the media in general.
- 6) To promote community awareness and understanding of human service needs of all people through distribution of materials which remind people to care about their fellow human beings.
- 7) To raise the economic, educational and social levels of the residents of Dade County Florida, including members of the minority community, who are substantially unemployed, underemployed, or whose income is below federal poverty guidelines, to foster and promote community wide interest and concern for the problems of said residents to the end that (a) educational and economic opportunities may be expanded; (b) sickness, poverty, crime and environmental degradation may be lessened; and (c) racial tensions, prejudice, and discrimination, economic, and otherwise, may be eliminated.
- 8) To aid, support, and assist by gifts, contributions, or other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net

earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

- 9) To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.
- 10) All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### **IX.501(C)(3) LIMITATIONS:**

A. **CORPORATE PURPOSES:** Notwithstanding any other provision of those articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

B. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

C. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purposes of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual

D. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

E. DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

B. PRIVATE FOUNDATION STATUS: In the event that this Corporation shall become a "private foundation" within the meaning of section 509 of the Internal Revenue Code 1954, the Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under section 4942 of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

#### **X. INDEMNIFICATION**

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he/she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him/her (or by his/her heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to

which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

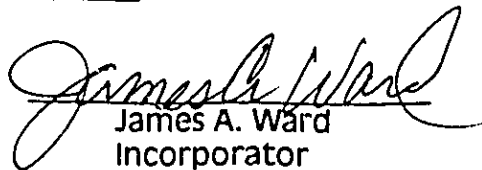
### Execution

These Articles of Incorporation are hereby executed by the Incorporator on this 28<sup>th</sup> day of June, 19 96.

STATE OF FLORIDA )

SS:

COUNTY OF DADE )

  
James A. Ward  
Incorporator

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared James A. Ward to me known to be the person described in and who executed the foregoing Instrument as Incorporator and acknowledged before me that he executed the same.

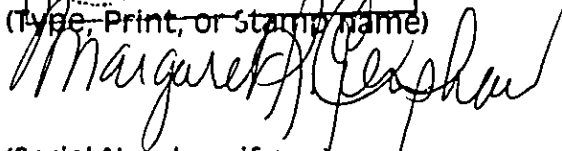
WITNESS my hand and official seal in the County and State last aforesaid this 28 day of June, 1996.

NOTARY PUBLIC STATE OF FLORIDA



NOTARY PUBLIC, STATE OF FLORIDA  
MARGARET R. CRENSHAW  
COMMISSION NO. CC-424796  
MY COMMISSION EXPIRES  
DEC. 6, 1998

(Type, Print, or Stamp Name)



(Serial Number, if any)

### REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I, James A. Ward hereby accept my appointment as registered agent for the LOVE YOUR NEIGHBOR, INC., a Florida not for profit corporation. I am familiar with and accept the obligations of being Registered Agent.

  
Signature

6/28/96  
Date