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August 14, 2000

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Marine Corps League of Flagler County Detachment #876, Inc.,  
a Non-Profit Corporation

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation concerning Marine Corps League of Flagler County Detachment #876, Inc., together with our firm's check in the amount of \$78.75 representing your filing fee. If all is in order, kindly file the Articles and return a certified copy of same to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely,



Karolyn Sheekey  
Secretary

encl.

00 AUG 16 AM 9:11  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N00000005527



ARTICLES OF INCORPORATION  
OF  
MARINE CORPS LEAGUE OF FLAGLER COUNTY  
DETACHMENT #876, INC.  
A FLORIDA NON PROFIT CORPORATION

FILED  
00 AUG 16 AM 9:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, Barney O. Spurlock, Jr., acting as subscriber and incorporator of a corporation not for profit under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I  
CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

1. Name. The name of this corporation is

MARINE CORPS LEAGUE OF FLAGLER COUNTY DETACHMENT #876, INC.

2. Principal office and mailing address of the corporation shall be located at P. O. Box 353666, Palm Coast, Flagler County, Florida, 32135, and may be changed from time to time as provided for in the Detachment's By-Laws.

ARTICLE II  
CORPORATE NATURE

This is a non-profit corporation, organized solely for general, (educational and charitable), purposes pursuant to the Florida Corporation Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV  
PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. The purpose of the Association is to promote the interests and preserving the traditions of the U.S. Marine Corps; to provide camaraderie and assistance to Marines, as well as to their widows and orphans; and to preserve the traditions of the U.S. Marine Corps. We are prepared to, and have provided honor guards, memorial services and grave side services for deceased marines as well as veterans of other branches of our armed services. We are able to provide honor guards, color guards and rifle squads as needed and requested for appropriate activities. This Detachment also continues its established tradition of serving the community in numerous civic and patriotic functions.

B. To operate exclusively in any other manner for such religious, charitable, and educational purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the 1954 Internal Revenue Code, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distribution to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations.

#### **ARTICLE V CAPITAL STOCK**

The corporation is not authorized to issue capital stock of this corporation.

#### **ARTICLE VI 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 consisting of not less than three (3) persons. The number of directors of the corporation shall be determined by the By-Laws duly adopted.

The directors named herein as the first Board of Directors shall hold office until the first meeting of the members at which time an election of directors shall be held.

Directors shall be elected at the annual October meeting. The Commandant shall also serve as a Director during his/her term as Commandant.

The remaining two director seats shall be served in staggered terms of two (2) and three (3) years.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by majority vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the initial members of the Board of Directors are as follows:

NAME	ADDRESS
Barney O. Spurlock	23 Cherrytree Court

Palm Coast, FL 32164

Leonard VonderOsten P. O. Box 350323  
Palm Coast, FL 32135

Edward J. Carberry 1 Wasson Place  
Palm Coast, FL 32164

B. Corporate Officers. The members shall elect the following officers: Commandant, Vice-Commandant, Pay-Master, Adjutant and such other officers as the By-Laws of this corporation may authorize the directors to elect from time to time in accordance with the By-Laws.

#### ARTICLE VII EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the 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 IV hereof.

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 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### **ARTICLE VIII DISTRIBUTION OF ASSETS**

Upon 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 organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the board of directors shall determine. Subject to the provisions of the By-Laws, any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE IX MEMBERSHIP**

The qualification for members and the manner of their admission shall be regulated by the By-Laws for this corporation.

**ARTICLE X  
SUBSCRIBERS**

The Names and Residence address of the Subscriber of this corporation is as follows:

NAME	ADDRESS
Barney O. Spurlock, Jr.	23 Cherrytree Court Palm Coast, FL 32164

**ARTICLE XI  
AMENDMENT OF BY-LAWS**

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the board of directors, or by following the procedures set forth in the by laws.

**ARTICLE XII  
DEDICATION OF ASSETS**

The charitable funds of this corporation are irrevocably dedicated to educational and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director,

officer or member thereof, or to the benefit of any private individual.

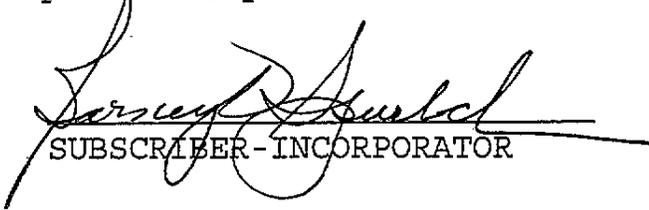
**ARTICLE XIII  
REGISTERED AGENT AND OFFICE**

The address of the corporation's registered office shall be 4B Old Kings Road North, Palm Coast, Florida, and the name of its registered agent at said address shall be Sidney M. Nowell, Esquire, of Chiumento & Emery, P. A.

**ARTICLE XIV  
AMENDMENT OF ARTICLES**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

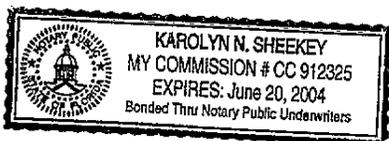
IN WITNESS WHEREOF, the undersigned Subscriber and Incorporator of this corporation has executed these Articles of Incorporation this 14 day of August, 2000 for the purpose of forming this non profit corporation under the laws of the State of Florida.

  
SUBSCRIBER-INCORPORATOR

STATE OF FLORIDA  
COUNTY OF FLAGLER

BEFORE ME, the undersigned authority, personally appeared Barney O. Spurlock, Jr. to me known to be the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14 day of August, 2000.



FILED

00 AUG 16 AM 9:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Notary Public, State of Florida  
My Commission expires:

Registered Agent's Acceptance

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

*Sidney M. Nowell*  
Registered Agent

STATE OF FLORIDA  
COUNTY OF FLAGLER

BEFORE ME, the undersigned authority, personally appeared Sidney M. Nowell, to me known to be the person who executed the foregoing Registered Agent's Acceptance and acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14 day of August, 2000.

*Karolyn N. Sheekey*  
Notary Public, State of  
Florida  
My Commission expires:

