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The Military Order of the World Wars

Ft. Walton Beach Chapter - Ft. Walton Beach, Florida

7 March 2000

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Department of State
State of Florida
Division of Corporations
Tallahassee, FL

RE: Articles of Incorporation, Fort Walton Beach Chapter #175, The Military Order of the World Wars.

Dear Friends:

Enclosed are two copies of the Articles of Incorporation and a copy of the By-laws for the above named proposed Florida corporation. Also enclosed is our check in the amount of \$70.00, representing payment of the following:

Filing Fee	\$35.00
Registered agent fee	<u>\$35.00</u>
	\$70.00

Please file the enclosed Articles of Incorporation and return the copy to the undersigned at:

Lt Colonel Peter G. Straub, Commander
Ft Walton Beach Chapter #175, MOWW
68 Linwood Road
Ft Walton Beach, Florida 32547-1617

Should you have any questions my telephone number is 850-862-2016 and my voice mail is 888-269-5413.

Thank you for your attention to this matter.

Very truly yours,

PETER G. STRAUB
Lt Col, USAF (Ret)
Commander

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR - 8 AM 7:26

FILED

~~RECEIVED~~

MAR 1 5 2000

Take Time To Serve Your Country -
This Is The Price Of Freedom

FILED
00 MAR - 8 AM 7:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

**FORT WALTON BEACH CHAPTER #175
THE MILITARY ORDER OF THE WORLD WARS**

March 2000

ARTICLES OF INCORPORATION

OF

**Fort Walton Beach Chapter #175,
The Military Order of the World Wars, Incorporated
(Not for Profit Corporation)**

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00 MAR -8 AM 7:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned associate ourselves into a corporation solely for general charitable and educational purposes, pursuant to Chapter 617, Florida Statutes.

ARTICLE I

CORPORATE NAME

The name of this corporation is Fort Walton Beach Chapter #175, The Military Order of the World Wars, Incorporated.

ARTICLE II

DURATION

The term of the existence of the corporation is perpetual.

ARTICLE III

GENERAL AND SPECIFIC PURPOSES

A. The specific purposes for which the corporation is organized is to promote and encourage good citizenship, patriotic education, military and public service, national security and youth programs, as a unit of The Military Order of the World Wars, a Congressional Chartered national veteran organization.

B. The general purpose of the corporation, to the extent not inconsistent with the limitations and requirements imposed on an exempt organization as set forth below, is to engage in any activity or business permitted under the laws of the United States and the State of Florida by a not-for-profit corporation.

C. The corporation shall operate exclusively in any other manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) and (19) of the Internal Revenue Code of 1954, as amended, or under any correspondence provisions or any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE IV

EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, nor be distributed 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 provisions 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)(19) 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 the 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 V

MEMBERS

The qualification for members and the manner of their admission to membership and termination of such membership, and voting by members shall be stated in the By-Laws.

ARTICLE VI

PRINCIPAL OFFICE

The principal office and mailing address of the corporation shall be: 68 Linwood Road, Fort Walton Beach, Florida 32546-1617, but the corporation may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a board of directors known as the Chapter Staff. The Chapter Staff shall consist of not less than three (3) members and shall be elected or appointed as provided for by the By-Laws; provided the number of directors may be increased or decreased as set forth in the By-Laws, but the number shall never be less than three. The first Chapter Staff shall consist of three (3) members as named herein:

Peter G. Straub
John E. Cahoon, Jr.
John S. Connors

ARTICLE VIII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of the liabilities of the corporation, dispose of all 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, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) or (19) of the Internal Revenue Code as amended, as the Board of Directors shall determine. Any such assets not so 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

BY-LAWS

The By-Laws of the corporation shall be adopted by the Chapter Staff, and thereafter such By-Laws may be amended or rescinded as provided therein.

ARTICLE X

INDEMNIFICATION

Every Chapter Staff member and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding to which they may be a party, or in which they may become involved by reason of being or having been a Staff member or officer of the corporation at the time such expenses are incurred, except in such cases wherein the Staff member or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of duties; provided that in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the Staff member or officer seeking such reimbursement or indemnification, the indemnification herein shall only apply if the Chapter Staff approves such settlement and reimbursement as being the best interest of the corporation. The forgoing right of indemnification shall be in addition to and not exclusive of all other rights to which the Staff member or officer may be entitled.

ARTICLE XI

AMENDMENT OF ARTICLES

Amendments of these Articles of Incorporation may be proposed by and approved upon the affirmative vote of a majority of all members of the Chapter Staff.

ARTICLE XII

REGISTERED AGENT

The name and address of the initial Registered Agent of the corporation is:

Peter G. Straub, 68 Linwood Road, Fort Walton Beach, Florida, 32547-1617

ARTICLE XIII

SUBSCRIBERS

The subscribers to these Articles of Incorporation and their addresses are:

<u>NAME</u>	<u>ADDRESS</u>
Peter G. Straub	68 Linwood Road, Ft Walton Bch, FL 32547-1617
John E. Cahoon, Jr	6 Forest Grove Place, Ft Walton Bch, FL 32548-6354
John S. Connors	70 Linwood Road, Ft Walton Bch, FL 32547-1617

IN WITNESS WHEREOF, the Subscribers have hereunto set their hands and seal this _____
day of 4 MARCH, 2000.







CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is the Fort Walton Beach Chapter No 175, The Military Order of the World Wars, Incorporated.

2. The name and address of the registered agent and office is:

Lt Col Peter G. Straub
68 Linwood Road,
Fort Walton Beach, Florida 32547-1617

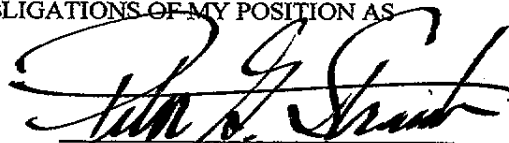

PETER G. STRAUB

Commander

Date

4 March 00

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.


PETER G. STRAUB

Date

4 March 00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR - 8 AM 7:26

FILED