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March 15, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Vietnam Vets Motorcycle Club SE Properties Inc.

N01000001832

03/12/01

Filing Evidence

☐ Plain/Confirmation Copy

☒ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

Retrieval Request

☐ Photocopy

☐ Certified Copy

NEW FILINGS	
	Profit
X	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

RECEIVED
01 MAR 15 AM 11:02
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
01 MAR 15 PM 2:03
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TALLAHASSEE FLORIDA

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T. SMITH MAR 15 2001

EFFECTIVE DATE 03/12/01

ARTICLES OF INCORPORATION

OF

VIETNAM VETS MOTORCYCLE CLUB SE PROPERTIES, INC.

FILED
01 MAR 15 PM 2:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

ARTICLE 1

NAME

The name of the corporation shall be **VIETNAM VETS MOTORCYCLE CLUB SE PROPERTIES, INC.** The principal place of business and mailing address for this corporation is 8260 Pascal Drive, Punta Gorda, Florida 33950.

ARTICLE 2

NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

ARTICLE 3

DURATION

The duration (term) of the Corporation is perpetual.

ARTICLE 4

PURPOSES

The corporation is organized and shall be operated exclusively for, the following purposes:

A. Charitable purposes.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort

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SUITE 101
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or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE 5

LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article 4 (purposes) hereof.

ARTICLE 6

MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote.

ARTICLE 7

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 407 East Marion Avenue, Suite 101, Punta Gorda, Florida 33950, and the name of its initial Registered Agent at that address is DAVID K. OAKS, ESQ.

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ARTICLE 8

INITIAL BOARD OF TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees shall be five (5). The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than five. The Voting Members shall elect the Trustees annually. The Bylaws may provide for ex officio and honorary Trustees, and their rights and privileges. The name and address of each initial Trustee of the Corporation is as follows:

THOMAS WASILEK
165 Holly Hill Road
Chapel Hill, NC 27516

ROBERT N. QUINN
10159 Robert Bost Road
Midland, NC 28107

HANS MENZER
P. O. Box 512138
Punta Gorda, FL 33951-2138

ROBERT PROCTER
117 Duckblind Way
Woodbino, GA 31569

EDDIE J. SEYFARTH
98 Alexander Road
Natchez, MS 39120

ARTICLE 9

OFFICERS

The Officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be prescribed by the Bylaws. The name and address (as set forth in Article 8) of each initial officer of the corporation is as follows:

President - **THOMAS WASILEK**

First Vice President - **ROBERT N. QUINN**

Second Vice President - **EDDIE J. SEYFARTH**

Secretary - **HANS MENZER**

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Treasurer - **ROBERT PROCTER**

ARTICLE 10

INCORPORATOR

The name and address of the incorporator is as follows:

HANS MENZER P. O. Box 512138 Punta Gorda, FL 33951-2318

ARTICLE 11

BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

ARTICLE 12

AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all righs and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

ARTICLE 13

INDEMNIFICATION

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

ARTICLE 14

COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription

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and acknowledgment of these Articles of Incorporation.

ARTICLE 15

NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

ARTICLE 16

DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 50 (c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or Local Government for exclusive public purpose.

ARTICLE 17

NET EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 these Articles of Incorporation. 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 or in opposition to any candidate for public office. 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

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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.

IN WITNESS WHEREOF, said parties and subscribers have hereunto set their hands and seals this 12th day of ~~February~~ March, 2001.

SIGNED AND SEALED
IN THE PRESENCE OF:

HANS MENZER

STATE OF FLORIDA
COUNTY OF CHARLOTTE

BEFORE ME, a Notary Public in and for the above State and County, personally appeared **HANS MENZER**, incorporator of **VIETNAM VETS MOTORCYCLE CLUB SE PROPERTIES, INC.** who, after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

WITNESS my hand and official seal in the County and State aforesaid this 12th day of ~~February~~ March, 2001.

My Commission Expires:

JACQUELINE M. SMITH
MY COMMISSION # CC 908998
EXPIRES: May 23, 2004
Bonded Thru Notary Public Underwriters

Jacqueline M. Smith
Notary Public
Personally Known

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, That **VIETNAM VETS MOTORCYCLE CLUB SE PROPERTIES, INC.** desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at City of Port Charlotte, County of Charlotte, State of Florida, has named DAVID K. OAKS, ESQ., 407 East Marion Avenue, Suite 101, Punta Gorda, FL 33950, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

By David K. Oaks
Resident Agent

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TALLAHASSEE FLORIDA

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