

TRANSMITTAL LETTER

Department of
Division of Corporations
P. O. Box 1000
Tallahassee, FL 32314

SUBJECT: The Tallahassee Military Officers Association Scholarship Foundation, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

02 JUL 15 PM 2:04

SECRETARY OF STATE
DIVISION OF CORPORATIONS

FROM: Allen DeGraw
Name (Printed or typed)

4044 Roscrea Drive
Address

Tallahassee, Florida 32309
City, State & Zip

850-893-6181
Daytime Telephone number

RECEIVED 06398436-7
-07/15/02-01019-002
*****87.50 *****87.50

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

02 JUL 15 AM 8:59

RECEIVED

J. SMITH JUL 15 2002

ARTICLES OF INCORPORATION OF
TALLAHASSEE MILITARY OFFICERS ASSOCIATION
SCHOLARSHIP FOUNDATION, INC.
(A Florida not for Profit Corporation)

02 JUL 15 PM 2:04

SECRETARY OF STATE
DIVISION OF CORPORATIONS

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME OF CORPORATION

1.1 The name of this Corporation shall be: Tallahassee Military Officers Association Scholarship Foundation, Inc. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

2.1 The initial principal office and mailing address of this corporation shall be 4044 Roscrea Dr., Tallahassee, Florida 32309.

ARTICLE III - PURPOSE

3.1 This corporation is organized, and shall be administered and operated, exclusively to receive, administer and expend funds for the following charitable and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 2001:

a. To provide scholarships, loans or other financial assistance to eligible members of the Junior Reserve Officer Training Corps located in and around Tallahassee, Florida to enable the recipients to attend accredited post-secondary educational institutions.

b. To provide continuing scholarship support to those selected members of the Reserve Officer Training Corps (ROTC) units who are full time students and who are presently attending accredited post secondary educational institutions and will attend an accredited post secondary educational institution in the next academic year after selection.

c. To engage in charitable and educational activity in fulfillment of the foregoing.

d. To engage in all manner of fund-raising and solicitation permitted under the law for the purpose of funding scholarships awarded by the Corporation.

e. To establish in the main office and elsewhere all departments and activities necessary to carry out the purposes of the Corporation.

f. To exercise all rights and powers conferred upon not for profit corporations under the laws of the State of Florida, not inconsistent with the purposes set forth above.

ARTICLE IV - PROHIBITED ACTIVITIES

4.1 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its 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 III hereof.

4.2 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.

4.3 Notwithstanding any other provision of this document, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from the federal income tax under Section 501(c)(3) of the Internal Revenue Code, the corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE V - MEMBERSHIP

5.1 The corporation shall have no members.

ARTICLE VI - MANNER OF ELECTION OF BOARD OF DIRECTORS

6.1 The method of election and removal of directors shall be provided in the bylaws of the corporation.

ARTICLE VII - DIRECTORS' ACTION

7.1 Any action permitted or required to be taken by the directors of this Corporation may be taken at a meeting of the directors duly called as provided by law or without a meeting if written consent

to the action in question is signed by all the directors and filed with the minutes of the proceedings of the board of directors, whether done before or after the action so taken.

ARTICLE VIII - NUMBER AND COMPENSATION OF BOARD OF DIRECTORS

8.1 The number of directors may be increased or decreased from time to time in the manner provided in the bylaws, but the Corporation shall never have fewer than three directors.

8.2 The directors shall serve without compensation. The Corporation may, at the vote of the board of directors, reimburse individual costs and expenses incurred by Directors in the furtherance of the objectives of the Corporation within the Corporation's budget and ability to make such reimbursements.

ARTICLE IX - LIABILITY OF INCORPORATORS, DIRECTORS AND OFFICERS

9.1 The Private property of the incorporators, directors and officers shall not be subject to the payment of corporate debts, liabilities or judgments obligations to any extent whatsoever. Further, the corporation will indemnify the incorporators, directors and officers for any corporate debts, liabilities, judgments or litigation incurred as a result of there corporate position.

ARTICLE X - INITIAL DIRECTORS

10.1 The names and addresses of the initial board of directors are:

<u>Name</u>	<u>Address</u>
Allen DeGraw	4044 Roscrea Dr., Tallahassee, Florida 32309
Ken W. Davis	2801 Woodside Drive, Tallahassee, Florida 32312
Earl B. Christy, Jr.	3163 Shamrock, East, Tallahassee, Florida 32309
Arnold Pollack	3465 Cedar Lane Dr., Tallahassee, Florida 32312
Harold Grant	2675 Ox Bottom Hill, Tallahassee, Florida 32312
Neil Snyder	2557 Bishop's Green Trail, Tallahassee, Florida 32312
Winston Scott	4743 Lancashure Lane, Tallahassee, Florida 32308
Earnest Rezendes	6719 Lodi Court, Tallahassee, Florida 32317
Walt Cory	9816 Thunderhill Trail, Tallahassee, Florida 32315

ARTICLE XI - INCORPORATOR

11.1 The name and address of the incorporator of the Corporation is Allen DeGraw, 4044 Roscrea Dr., Tallahassee, Florida 32309.

ARTICLE XII - THE INITIAL REGISTERED OFFICE AND AGENT

12.1 The initial registered office of the Corporation shall be at 4044 Roscrea Drive, Tallahassee, Florida 32309. The name of the individual registered agent at such address is Allen DeGraw.

ARTICLE XIII - EXISTANCE OF CORPORATION

13.1 This Corporation shall commence business upon the filing of these Articles with the Secretary of State of Florida and shall exist perpetually thereafter unless dissolved according to law.

ARTICLE XIV - DISSOLUTION

14.1 Upon the dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of 501(c)(3) of the Internal Revenue Code, 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. Any such assets not disposed of shall be disposed of by the Circuit Court of Leon County, Florida, exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for public purposes.

ARTICLE XV - AMENDMENTS

15.1 These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, and approved at a Board of Director's meeting by a majority of the Directors entitled to vote thereon, unless all the directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the subscribing Incorporator has hereunto set his hand and seal this 10 day of July 2002.


Allen DeGraw, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTRATERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the above Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Allen DeGraw, Registered Agent

10 July 2002

02 JUL 15 PM 2:04
SECRETARY OF STATE
DIVISION OF CORPORATIONS