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(Requestor's Name)

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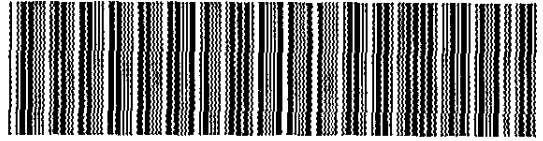
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**TRANSMITTAL LETTER**

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

**SUBJECT:** Quantico Marine Athletes of the Sixties, 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**

**FROM:** Elsbeth T. Peshel  
Name (Printed or typed)  
300 West 6th Street, Suite 1500  
Address  
Austin TX 78701  
City, State & Zip  
512-472-8800  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
**OF**  
**QUANTICO MARINE ATHLETES OF THE SIXTIES, INC.**

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TALLAHASSEE FLORIDA

Pursuant to Chapter 617 of the Florida Statutes, the undersigned natural person being of eighteen (18) years or more hereby files these Articles of Incorporation.

**ARTICLE ONE**

The name of the corporation is **QUANTICO MARINE ATHLETES OF THE SIXTIES, INC.**

**ARTICLE TWO**

The corporation is a not-for-profit corporation.

**ARTICLE THREE**

The purpose or purposes for which the corporation is organized exclusively for the following purposes:

- 1) To promote the social welfare of the community (that is, to promote in some way the common good and general welfare of the people of the community).
- 2) To assist disabled and needy war veterans and members of the Quantico Marine Athletes and their dependents and the widows and orphans of deceased veterans.
- 3) To provide entertainment, care, and assistance to hospitalized veterans or members of the Quantico Marine Athletes.
- 4) To carry on programs to perpetuate the memory of deceased veterans and members of the Quantico Marine Athletes of the Sixties and to comfort their survivors.
- 5) To conduct programs for charitable, educational purposes.
- 6) To sponsor or participate in activities of a patriotic nature.
- 7) To provide social and recreational activities for its members.

**ARTICLE FOUR**

The street address of the initial registered office is 361 San Nicolas Way, St. Augustine, Florida 32080, and the name of its initial registered agent at such address is Gene Carrington.

**ARTICLE FIVE**

The Directors shall be elected in accordance with the provisions in the Bylaws.

**ARTICLE SIX**

The number of directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name of Director</u>	<u>Address</u>
1) Gene Carrington	361 San Nicholas Way St. Augustine, FL 32080
2) Ed Conti	2291 Bobby Court Orefield, PA 18069
3) John Kopka	158 Leslie Drive Hubert, NC 28539

**ARTICLE SEVEN**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operating exclusively for charitable, educational, 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 1986, or the corresponding provisions of any future United States Internal Revenue law (referred to hereinafter as the "Code"), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction upon suitable proceedings brought for the purpose exclusively for such purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for such purposes.

**ARTICLE EIGHT**

The corporation may take and hold any donations, grants, devises, or bequests which may be made in the support of its purposes. All funds of the corporation, whether from donation or otherwise, in excess of the expenditures necessary for the proper administration of such funds, shall be used exclusively for carrying on and promoting the charitable, religious, educational, and other nonprofit purposes for which the corporation is formed as herein set forth.

The corporation shall make distributions at such time and in such manner as not to subject it to tax under Section 4942 of the Code; the corporation shall not engage in any act of self-dealing which would be subject to tax under Section 4941 of the Code; the corporation shall not retain any excess business holdings which would subject it to tax under Section 4943 of the Code; the corporation shall not make any investments which would subject it to tax under

Section 4944 of the Code; and the corporation shall not make any taxable expenditures which would subject it to tax under Section 4945 of the Code.

**ARTICLE NINE**

The corporation is a not-for-profit corporation organized solely for the purposes specified in Article Three, and no part of its property, whether income or principal, shall ever inure to the benefit of any director, officer, or employee of the corporation, or any individual having a personal or private interest in the activities of the corporation, nor shall any such director, officer, employee, or individual receive, or be lawfully entitled to receive, any profit from the operations of the corporation except a reasonable allowance for salaries or other compensation for personal services actually rendered in carrying out one or more of its stated purposes.

**ARTICLE TEN**

Anything to the contrary herein notwithstanding, the corporation and the directors shall not engage, participate, or intervene in any activity or transaction which would cause the corporation to lose its status as an organization exempt from federal income tax under the provisions of the Code; and the use, directly or indirectly, of any part of the corporation's assets in any such activity or transaction is hereby expressly prohibited. Furthermore, no loans shall be made by the corporation to the directors or officers.

**ARTICLE ELEVEN**

To the fullest extent not prohibited by law, a director of this Corporation shall not be liable to the Corporation or its members for monetary damages for an act or omission in the director's capacity as a director. Any repeal or modification of this Article shall be prospective only and shall not adversely affect any limitation on the personal liability of a director existing at the time of such repeal or modification.

**ARTICLE THIRTEEN**

The name and street address of the incorporator is:

Elsbeth T. Peshel  
Clark, Thomas & Winters  
300 West Sixth Street  
Suite 1500  
Austin, Texas 78701

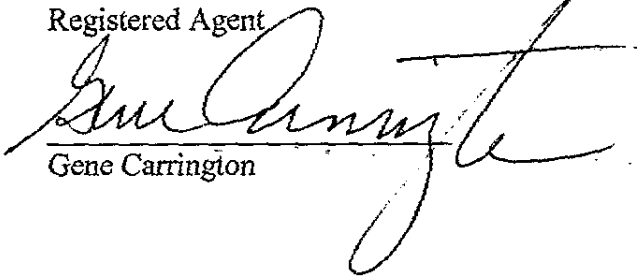
IN WITNESS WHEREOF, we have executed this document the 7<sup>th</sup> day of January, 2003.

Incorporator

  
\_\_\_\_\_  
Elsbeth T. Peshel

I, Gene Carrington, hereby acknowledge that I am familiar with, and hereby accept, the obligations of the position of Registered Agent for **QUANTICO MARINE ATHLETES OF THE SIXTIES, INC.**

Registered Agent



Gene Carrington

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