

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA NON-PROFIT CORPORATION

THE AMERICAN LEGION OF MIAMI BEACH, POST 85, INC.

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**ARTICLES OF INCORPORATION
OF
THE AMERICAN LEGION OF MIAMI BEACH, POST 85, INC.**

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, of lawful age and sui juris, does hereby form a corporation, not for profit, under the laws of the state of Florida.

ARTICLE I. NAME:

The name of this corporation shall be **THE AMERICAN LEGION OF MIAMI BEACH, POST 85, INC.**

ARTICLE II. NATURE AND PURPOSE:

The corporation is permanently dedicated and organized for educational, fraternal, and charitable purposes, including but not limited to the following:

To uphold and defend the Constitution of the United States of America; To maintain law and order; to foster and perpetuate a once hundred percent Americanism; To preserve the memories and incidents of our associations in the great wars; to inoculate a sense of individual obligation to the community, state and Nation; To combat the autocracy of both the classes and the masses; To make right the master of might; To promote peace and good will on earth; To safeguard and transmit to posterity the principles of justice, freedom and democracy; To consecrate and sanctify our comradeship by our dedication of mutual helpfulness.

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ARTICLE III. MEMBERSHIP:

Membership in this corporation shall be regulated by the By-Laws.

ARTICLE IV. TERM OF EXISTENCE:

This corporation shall have perpetual existence.

ARTICLE V. ADDRESS:

The initial address of the principal office of this corporation is to be 949 Pennsylvania, Apartment 206, Miami Beach, FL 33139-5422. The initial registered agent is to be Casey C. Chu, 100 Southeast 2nd Street, 18th Fl., Miami, Florida 33131. The Executive Board may, from time to time, designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VI. OFFICERS AND DIRECTORS:

The affairs of the corporation shall be managed by a Commander, First Vice-Commander, Second Vice-Commander, Finance Officer, Historian, Chaplain, and Sergeant-at-Arms, who shall be the only officers of the Club, also eight members at large to be selected to serve on the Executive Committee, and one member each year to serve a four-year term on the Board of Trustees. The Adjutant and Judge Advocate shall be appointed by the Post Commander with the approval of the Executive Committee.

ARTICLE VII. INITIAL DIRECTORS:

The names and addresses of the initial officers and Executive Committee and those who will comprise the first officers and Executive Committee, are:

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COMMANDER

Jim Donelin
949 Pennsylvania, Apt. 206
Miami Beach, FL 33139

FIRST VICE COMMANDER

Robert B. Perwien
9172 Froude Avenue
Surfside, FL 33154

SECOND VICE COMMANDER

Casey C. Chu
1521 Lenox Avenue, Apt. 109
Miami Beach, FL 33139

FINANCE OFFICER

Jim Donelin
949 Pennsylvania, Apt. 206
Miami Beach, FL 33139

HISTORIAN

Casey C. Chu
1521 Lenox Avenue, Apt. 109
Miami Beach, FL 33139

CHAPLAIN

Harry Reis
100 Bayview Drive, Apt. 1511
Sunny Isles Beach, FL 33160

SERGEANT-AT-ARMS

Louis Luck
20757 N.W. 9th Court, Apt. 208
North Miami, FL 33169

EXECUTIVE COMMITTEE

Thomas Calta
910 West Avenue, Apt. 620
Miami Beach, FL 33139

Louis Luck
20757 N.W. 9th Court, Apt. 208
North Miami, FL 33169

James W. Moy
1420 Pennsylvania Avenue, Apt. 208
Miami Beach, FL 33139

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Fred Munoz
150 Alton Road, Apt 613
Miami Beach, FL 33139

Martin M. Paris
15 Cactus Avenue
Hallendale, FL 33009

Jack Weloff
949 Pennsylvania Avenue, Apt. 206
Miami Beach, FL 33139

Harry Reis
100 Bayview Drive, Apt. 1511
Sunny Isles Beach, FL 33160

Milton Solomon
280 Sierra Drive, #D105
North Miami, FL 33179

BOARD OF TRUSTEES

Gerald Wolff
4635 Alton Road
Miami Beach, FL 33140

Jim Donelin
949 Pennsylvania, Apt. 206
Miami Beach, FL 33139

Michael Simon
5570 Lagorce Drive
Miami Beach, FL 33140

Robert B. Perwien
9172 Froud Avenue
Surfside, FL 33134

ARTICLE VIII. LIMITATIONS UPON EARNINGS AND ACTIVITIES:

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

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empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. 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.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code as now existing/or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the aforesaid Internal Revenue Code.

ARTICLE IX. DISSOLUTION:

Upon the dissolution of the corporation the Executive Committee shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute the remaining assets to the 10th District of the American Legion, Department of Florida..

ARTICLE X. BY-LAWS:

The By-Laws of the corporation are to be made, altered or rescinded by a majority vote of the members of the Executive Committee and a two thirds majority of the regular members attending and voting at a special meeting called for the purpose of considering the By-Law change at issue.

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ARTICLE XI. AMENDMENT:

The Articles of Incorporation may be amended from time to time in the same manner as the By-Laws as more fully described in Article X above.

ARTICLE XII. SUBSCRIBERS AND INITIAL MEMBERS:

The name and address of the person signing the Articles of Incorporation is as follows:

CASEY C. CHU

1521 Lenox Avenue, Apt 109
Miami Beach, FL 33139

IN WITNESS WHEREOF, I have set my hand and seal and acknowledged and filed the foregoing
Articles of Incorporation under the laws of the State of Florida this 5th day of February 2003.

CASEY C. CHU

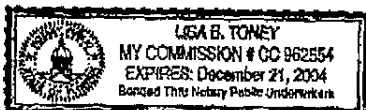
STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

BEFORE ME personally appeared CASEY C. CHU, to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County named above on this 5 day of February, 2003.

Notary Public
State of Florida at Large

My Commission Expires: _____



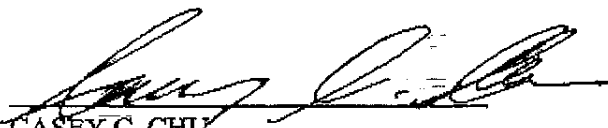
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **THE AMERICAN LEGION OF MIAMI BEACH, POST 85, INC.**, at 100 Southeast 2nd Street, 18th Fl., Miami, Florida, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of all my duties.


CASEY C. CHU
Registered Agent

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