

NO3000003947

(Requestor's Name)

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REG. U.S. PATENT ATTORNEY
1250 WEST MARION AVENUE, UNIT 142
PUNTA GORDA, FL 33950

(Address)

(City/State/Zip/Phone #)



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PUNTA GORDA MILITARY MUSEUM, INC.
A Florida Corporation Not For Profit**

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03 MAY -2 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Not For Profit Corporation under the Florida Not For Profit Corporation Act, do hereby certify:

ARTICLE I

NAME AND INITIAL PRINCIPAL OFFICE

The name of the corporation shall be PUNTA GORDA MILITARY MUSEUM, INC. The street address and mailing address of the initial principal office of the corporation shall be 1601 West Marion Avenue, Suite 203, Punta Gorda, FL 33950.

ARTICLE II
DURATION

PUNTA GORDA MILITARY MUSEUM, INC. shall have perpetual existence.

ARTICLE III
PURPOSE

The purpose for which the PUNTA GORDA MILITARY MUSEUM, INC. is organized, are as follows:

Section 1. To operate as a corporation pursuant to the Florida Not For Profit Corporation Act (Chapter 617 of the Florida Statutes) and to exercise all of the common law and statutory powers of a corporation not for profit under the laws of Florida, which are not in conflict with the terms of these ARTICLES.

Section 2. To own, operate, maintain and administer, to purchase, lease or otherwise acquire improve, construct, own, hold, use, maintain, operate, exchange, encumber, sell, convey, or otherwise dispose of, real and personal property of every kind, nature, or description, as may be necessary or desirable to promote the primary purpose of this corporation, and to make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, corporation, municipality, state, government, or municipal or political subdivision.

Section 3. To operate exclusively for such charitable and educational purposes as will qualify as an exempt organization under Internal Revenue Code, Including for such purposes, the making of distributions to organizations that qualify as tax-exempt organizations under the code.

Section 4. To have and exercise all rights and powers conferred on corporations not for profit under the laws of the State of Florida which are in effect at the time of filing of Articles of Incorporation and specifically those powers set forth in Chapter 617, Florida Statutes, provided however, that this corporation is not empowered to engage in any activity which in itself is not in furtherance of its purposes as set forth in Sections 1, 2 and 3 of this Article Two.

(a) No part of the net earnings, properties, or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation, and on liquidation or dissolution, all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to such fund, foundation, or corporation organized and operated for charitable purposes as the board of trustees shall determine under the Internal Revenue Code.

(b) This corporation shall not, as a substantial part of its activities, carry on propaganda, or otherwise attempt, to influence legislation.

(c) This corporation shall not participate in, or intervene in (including the publishing or distributing statements), any political campaign on behalf of any candidate for public office.

(d) The corporation shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(e) The corporation shall not retain any excess holdings as defined in Section 4943(c) of the internal Revenue code of 1954, or corresponding provisions of any subsequent federal tax laws.

(f) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(g) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(h) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

Section 5. To further any purposes as are, or may be by amendment, thereto, set forth in these ARTICLES or the Bylaws.

ARTICLE IV
MEMBERS

The qualification of members and the manner of their admission shall be as regulated by the Bylaws.

ARTICLE V
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 1601 West Marion Avenue, Suite 203, Punta Gorda, FL 33950, and the name of the initial registered agent of this Corporation at that address is Frank A. Lukasik.

ARTICLE VI
DIRECTORS

Section 1. The affairs of the PUNTA GORDA MILITARY MUSEUM, INC., shall be managed by a Board consisting of not less than (3) Directors. The number and qualifications of Directors shall be determined in accordance with the Bylaws. In the absence of such determination, there shall be three (3) Directors,

Section 2. The Directors of the PUNTA GORDA MILITARY MUSEUM, INC. shall be elected by the MEMBERS.

Section 3. The number of persons constituting the first Board of Directors shall be three (3) and their names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Frank A. Lukasik	1250 W. Marion Avenue, #142 Punta Gorda, FL 33950
Gussie Baker	3800 Acline Road Punta Gorda, FL 33950
Jerry Riseley	2534 Rio Largo Punta Gorda, FL 33950-6316

ARTICLE VII
OFFICERS

Section 1. The officers of the corporation shall be President, a Vice President, a Secretary/Treasurer and such other officers as may be provided in the Bylaws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>Name</u>	<u>Office</u>
Frank A. Lukasik	President
Jerry Riseley	Vice President
Gussie Baker	Secretary/Treasurer

ARTICLE VIII
BYLAWS

Section 1. The Directors of this corporation may provide such Bylaws for the conduct of business and for carrying out the purposes of the corporation as may be necessary from time to time.

Section 2. The Bylaws may be amended, altered or rescinded by the Directors in the manner set forth in the Bylaws.

ARTICLE IX
AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose by a majority vote of the Board of Directors either in person or by proxy. Notice of such meeting shall be given at least fourteen (14) days prior to the meeting in the manner set forth in the Bylaws.

Section 2. Amendments may also be made at a regular meeting of the Board of Directors upon notice given, as provided for in the Bylaws, of intention to submit such amendments, which notice shall be given at least fourteen (14) days prior to the meeting at which such amendment shall be considered.

Section 3. Any proposed amendments shall be submitted to the membership in the manner provided for in the bylaws at least thirty (30) days prior to the time of the meeting at which the amendments shall be considered.

ARTICLE X
INDEMNIFICATION

The Corporation shall indemnify any officer, director, employee or agent, or any former officer, director, employee or agent to the fullest extent permitted by law.

ARTICLE XI
INCORPORATOR

The name and address of the Incorporator to these Articles is as follows:

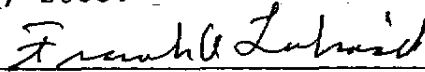
Name

Address

Frank A. Lukasik

1601 West Marion Ave., #203
Punta Gorda, FL 33950

IN WITNESS WHEREOF, I have hereunto subscribed my name
this 11 day of APRIL, 2003.

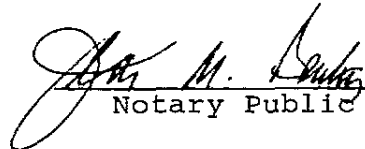

Frank A. Lukasik

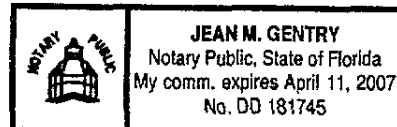
STATE OF FLORIDA
COUNTY OF CHARLOTTE

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Frank A. Lukasik, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County of Charlotte and State of Florida, the day and year aforesaid.

7612 # 222-261-30-021-7
1-21-06


Notary Public



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

Pursuant to Florida law, the following is submitted, in compliance therewith:

First: That, PUNTA GORDA MILITARY MUSEUM, INC., a not-for-profit organization desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, 1601, West Marion Ave., #203, Punta Gorda, FL 33950, County of Charlotte, FL has named:

FRANK A. LUKASIK
1601 West Marion Ave., #203, Punta Gorda, FL 33950, County of Charlotte, State of Florida, as its agent to accept service of process within this State.

PUNTA GORDA MILITARY MUSEUM

By: Frank A. Lukasik
Frank A. Lukasik

ACCEPTANCE

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

Frank A. Lukasik
Frank A. Lukasik

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