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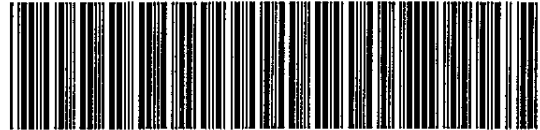
(Business Entity Name)

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Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
04 JAN 13 PM 2:42

R. CHESSEY JAN 22



**ST. JOHN, CORE, FIORE & LEMME, P.A.**

LAW OFFICES

DAVID ST. JOHN  
DAVID A. CORE  
KEVIN J. FIORE  
THERESA M. LEMME  
JOSEPH JORDAN  
GEORGE SCHWIND, P.A.  
TRACY YEARICK  
STACY E. WELT

OF COUNSEL  
CARI A. PODESTA, P.A.

CEO  
DR. BILL McCALLISTER

ASSESSMENTS DEPARTMENT  
LESTER S. MITTLEMAN, DIR.

January 12, 2004

**via UPS Overnight Delivery**

Department of State  
Division of Corporations  
Corporate Filings  
Post Office Box 6327  
Tallahassee, FL 32314

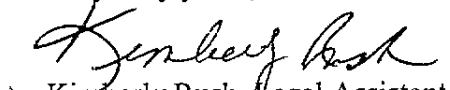
**RE: Forgotten Soldiers Outreach, Inc., Articles of Incorporation**

Dear Sir or Madame:

Please find enclosed this firm's check in the amount of \$78.75 for the cost of filing the attached Articles of Incorporation and providing a Certificate of Status for Forgotten Soldiers Outreach, Inc. a Florida, not-for-profit corporation.

Thank you for your assistance.

Very truly yours,

  
Kimberly Rush, Legal Assistant  
For the firm

/kdr

Enclosures

cc: Lynelle Baggett

# **FORGOTTEN SOLDIERS OUTREACH, INC.**

## **ARTICLES OF INCORPORATION**

In compliance with Chapter 617, Florida Statutes (Not for Profit)

FILED STATE  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
04 JUN 13 PM 2:42

### **ARTICLE I NAME**

The name of the corporation shall be Forgotten Soldiers Outreach, Inc.

### **ARTICLE II PRINCIPAL OFFICE**

The office and principal place of business of the corporation shall be located at 14065 Smith Sundry Road #8, Delray Beach, Florida 33446.

### **ARTICLE III PURPOSE**

The general purpose for which the corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Not for Profit Corporation Act (Fla. Stat. §§617.01011 - 617.2103), as the same may be amended hereafter from time to time.

### **ARTICLE IV SHARES**

1. The aggregate amount of the total authorized capital stock of the corporation is 100 shares of common stock which shall be all of the same class. Such stock may be issued from time to time without action by the stockholders, for such consideration as may be fixed from time to time by the board of directors, and shares so issued, the full consideration for which has been paid and delivered, shall be deemed fully paid stock and the holder of such stock shall not be liable for any further payment.

2. At no time shall all issued shares shall be held of record by more than 35 persons. If shares are issued, said shares shall be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust as defined in 26 U.S.C. §1361(c)(2) (or its successor section). At no time shall shares be issued and transferred to any nonresident alien.

3. No stockholder shall transfer any share of the corporation to anyone, other than an individual who is not a nonresident alien, an estate or trust of the type as described in 26 U.S.C. §1361(c)(2)(A), as amended from time to time or its successor section, and who executes a shareholder's agreement and election of S corporation status, unless shareholders holding more than fifty-one percent (51%) of the total voting power of all shares of the corporation consent to the transfer.

**ARTICLE V**

**INITIAL DIRECTORS AND OFFICERS**

The initial directors and officers of the corporation shall be:

Lynelle Baggett, President & Treasurer  
14065 Smith Sundry Road, #8  
Delray Beach, Florida 33446

William Baggett, Vice President  
14065 Smith Sundry Road, #8  
Delray Beach, Florida 33446

Lora Lynn Simmons Knight, Secretary  
7443 Atwood Court  
Lake Worth, Florida 33467

**ARTICLE VI**

**REGISTERED AGENT**

The name and Florida street address of the registered agent is:

St. John, Core & Lommo, P.A.  
1601 Forum Place, Suite 701  
West Palm Beach, Florida 33401

**ARTICLE VII**

**INCORPORATOR**

The name and address of the incorporator is:

Lynelle Baggett  
14065 Smith Sundry Road, #8  
Delray Beach, Florida 33446

**ARTICLE VIII**

**CORPORATE BYLAWS**

The Board of Directors shall have the power to create the initial corporate bylaws and to amend or repeal said bylaws upon the affirmative vote of a majority of the directors of the corporation.

**ARTICLE IX**

**AMENDMENT OF ARTICLES OF INCORPORATION**

The Board of Directors shall have the power to amend, add to, or repeal any provision contained in these articles of incorporation in the manner consistent with law and in conformity with the bylaws, except that no amendment shall change, alter or repeal the provisions of Article IV hereof with respect to the issuance and transfer of shares without the approval in writing of not less than fifty one percent (51%) of the total voting power of all shares of the corporation.

ARTICLE X

DURATION

The corporation's existence and duration shall be perpetual.

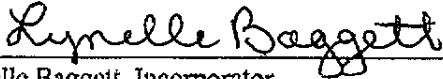
*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*



David A. Core, Secretary, St. John,  
Core, Fiore & Lemme, P.A., registered agent

1-12-2004

Date



Lynelle Baggett, Incorporator

1/7/04

Date

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
04 JAN 13 PM 2:42