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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**GEORGE C. KELLEY, P.A.**  
ATTORNEY AT LAW

TELEPHONE: (407) 886-2130  
FAX: (407) 886-0762  
EMAIL: gckelleylaw@earthlink.net

368 EAST MAIN STREET · P.O. BOX 1132  
APOPKA, FLORIDA 32704-1132

Date: June 9, 2006

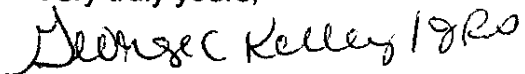
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32302

Re: Apopka/Altamonte Springs Veterans of Foreign Wars of the  
United States Post 10147 Foundation, Inc.

Dear Sir:

Enclosed please find for filing original and one copy of articles of incorporation. Check  
enclosed: \$78.75

Very truly yours,

  
GEORGE C. KELLEY, P.A.

GCK:jrs  
Enclosures

**GEORGE C. KELLEY, P.A.**  
ATTORNEY AT LAW

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FAX: (407) 886-0762  
EMAIL: gckelleylaw@earthlink.net

368 EAST MAIN STREET · P.O. BOX 1132  
APOPKA, FLORIDA 32704-1132

Date: June 30, 2006

Division of Corporations  
Attention: New Filing Section/Tammy Hampton  
P.O. Box 6327  
Tallahassee, FL 32302

Re: Apopka/Altamonte Springs Veterans of Foreign Wars of the  
United States Post 10147 Foundation, Inc. .

Ref. Number: W06000027223

Dear Ms. Hampton:

Per your letter of June 14, 2006, (a copy of which is enclosed) please find enclosed an original and one copy of the Articles of Incorporation for the above-named corporation. The enclosed Articles of Incorporation do contain additional wording regarding the manner in which the directors are elected or appointed. This wording is contained at the end of Article VIII. Please proceed with the filing of this corporation.

Very truly yours,

*George C. Kelley / GCK*

GEORGE C. KELLEY, P.A.

GCK:jrs  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED

06 JUL -3 AM 10:20

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

June 14, 2006

GEORGE C KELLEY, PA  
P O BOX 1132  
APOPKA, FL 32704-1132

SUBJECT: APOPKA/ALTAMONTE SPRINGS VETERANS OF FOREIGN WARS  
OF THE UNITED STATES POST 10147 FOUNDATION, INC.  
Ref. Number: W06000027223

We have received your document for APOPKA/ALTAMONTE SPRINGS VETERANS OF FOREIGN WARS OF THE UNITED STATES POST 10147 FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton  
Document Specialist  
New Filing Section

Letter Number: 906A00040439

Articles of Incorporation of Apopka/Altamonte Springs  
Veterans of Foreign Wars of the United States Post 10147 Foundation, Inc.,  
a Florida Not For Profit Corporation

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

Article I

The name of the corporation is Apopka/Altamonte Springs Veterans of Foreign Wars of the United States Post 10147 Foundation, Inc.

Article II

The corporation shall have a perpetual existence subject to the laws and provisions of the State of Florida.

Article III

The corporation is a not for profit corporation. The purposes for which the corporation is organized are

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of religious and for other charitable purposes, by the distribution of its funds for such purposes and particularly for dedication to the service and support of the Catholic church for the well-being of individuals.

(b) The general purposes for which this corporation is formed are to operate exclusively for such religious and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

Article IV

The corporation is organized upon a nonstock basis as defined in Section 617.011 of the Florida Statutes. The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the bylaws.

#### Article V

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors.

The names and residential addresses of the persons who are to serve as the initial directors are:

Ortenzio A. Vecchio  
1230 Glenmore Drive  
Apopka, FL 32712

Richard Perricone  
1057 Piedmont Oaks Court  
Apopka, FL 32703

James Ferguson  
3417 Wax Myrtle Circle  
Zellwood, FL 32798

John Echon  
1105 Mill Run Circle  
Apopka, FL 32703

#### Article VI

The initial street address of the principal office of this Corporation is to be: 509 S. Central Avenue, Apopka, FL 32703.

#### Article VII

The name and address of each incorporator are:

Ortenzio A. Vecchio  
1230 Glenmore Drive  
Apopka, FL 32712

Richard Perricone  
1057 Piedmont Oaks Court  
Apopka, FL 32703

James Ferguson  
3417 Wax Myrtle Circle  
Zellwood, FL 32798

John Echon  
1105 Mill Run Circle  
Apopka, FL 32703

#### Article VIII

The board of directors shall elect the following officers: president, vice president, treasurer, and trustee, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

Post Commander

Ortenzio A. Vecchio  
1230 Glenmore Drive  
Apopka, FL 32712

Post Sr. Vice Commander

Richard Perricone  
1057 Piedmont Oaks Circle  
Apopka, FL 32703

Post Judge Advocate

James Ferguson  
3417 Wax Myrtle Circle  
Zellwood, FL 32798

Post Quartermaster

John Echon  
1105 Mill Run Circle  
Apopka, FL 32703

**The manner in which the officers and directors are elected and/or appointed is contained in our bylaws which have been, and must be, approved by the state and national organization of the Veterans of Foreign Wars which was created by an act of the congress of the United States of America.**

#### Article IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefore in the bylaws.

#### Article X

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

#### Article XI

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for religious or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Article XII

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these articles of incorporation of June 7, 2006 (date).

By Ortenzio A. Vecchio  
Ortenzio A. Vecchio  
as Commander  
By James Ferguson  
James Ferguson  
Judge Advocate

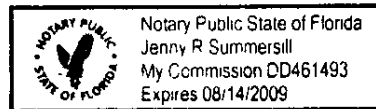
By Richard Perricone  
Richard Perricone as SR. Vice Commander  
By John Echon  
John Echon as Quartermaster

STATE OF FLORIDA  
COUNTY OF ORANGE

THE FOREGOING instrument was acknowledged before me this 17th day of June, 2006, by Ortenzio A. Vecchio, who is     personally known to me or     who has produced a Florida Drivers License as identification

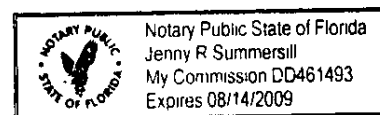
Jenny R Summersill  
SIGNATURE OF NOTARY

STATE OF FLORIDA  
COUNTY OF ORANGE



THE FOREGOING instrument was acknowledged before me this 17th day of June, 2006, by Richard Perricone, who is     personally known to me or     who has produced a Florida Drivers License as identification

Jenny R Summersill  
SIGNATURE OF NOTARY

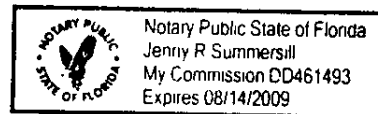




STATE OF FLORIDA  
COUNTY OF ORANGE

THE FOREGOING instrument was acknowledged before me this 7<sup>th</sup>  
day of June, 2006, by James Ferguson, who is \_\_\_ personally known to  
me or \_\_\_ who has produced a Florida Drivers License as identification

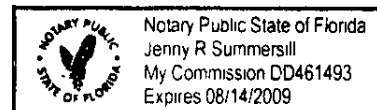
  
SIGNATURE OF NOTARY



STATE OF FLORIDA  
COUNTY OF ORANGE

THE FOREGOING instrument was acknowledged before me this 8<sup>th</sup>  
day of June, 2006, by John Echon, who is \_\_\_ personally known to me or  
\_\_\_ who has produced a Florida Drivers License as identification

  
SIGNATURE OF NOTARY



**Certificate Designating Place Of Business Or Domicile For The Service Of Process  
Within Florida, Naming Agent Upon Whom Process May Be Served**

In Compliance With Section 48.091, Florida Statutes, The Following Is  
Submitted:

**First--That Apopka/Altamonte Springs Veterans of Foreign Wars of the  
United States Post 10147 Foundation, Inc.**

Desiring To Organize Or Qualify Under The Laws Of The State Of Florida, With Its  
Principal Place Of Business At City Of Orlando, State Of Florida, Has Named Ortenzio  
Vecchio, Located At 1230 Glenmore Drive, Apopka, FL 32712, As Its Agent To Accept  
Service Of Process Within Florida.

<sup>Per</sup>  
Signature Ortenzio Vecchio  
Ortenzio Vecchio  
as Post Commander

Date: June 7, 2006

Having Been Named To Accept Service Of Process For The Above  
Stated Corporation, At The Place Designated In This Certificate, 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 My Duties.

<sup>Per</sup>  
Signature Ortenzio Vecchio  
as Commissioner Ortenzio Vecchio  
Resident Agent

Date: June 7, 2006