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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007 DEC 19 P 2:49

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Michelé Carpenter
American Legion Auxiliary Unit 38
15536 Orangeade Drive
Punta Gorda, Florida 33955

November 20, 2007

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: American Legion Auxiliary, Rabe O. Wilkison Unit 38, Inc.

Dear Sir or Madam:

Enclosed herein please find the original and one executed copy of the Articles of Incorporation for the above referenced proposed non-profit corporation. Please file the original and return a certified copy to the undersigned at the above address.

American Legion Auxiliary Unit 38's check in the amount of \$78.75 is enclosed herein.

Very truly yours,

A handwritten signature in cursive script that reads "Michele Carpenter". The signature is written in dark ink and is positioned above the printed name.

Michele Carpenter, Treasurer



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 28, 2007

MICHELE CARPENTER
AMERICAN LEGION AUXILIARY UNIT 38
15536 ORANGEADE DRIVE
PUNTA GORDA, FL 33955

SUBJECT: AMERICAN LEGION AUXILIARY, RABE O. WILKISON UNIT 38,
INC.
Ref. Number: W07000057737

We have received your document for AMERICAN LEGION AUXILIARY, RABE O. WILKISON UNIT 38, 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.

An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected 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) 245-6933.

Dale White
Regulatory Specialist II
New Filing Section

Letter Number: 107A00067437

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S. (Not for Profit)
of

**AMERICAN LEGION AUXILIARY,
RABE O. WILKISON UNIT 38, INC.**

ARTICLE I - NAME

The name of this corporation shall be: **AMERICAN LEGION AUXILIARY, RABE O. WILKISON UNIT 38, INC.**

ARTICLE II - ADDRESS AND PRINCIPAL PLACE OF BUSINESS

The address and principal place of business and mailing address of this corporation shall be: American Legion Auxiliary Unit 38, Inc., c/o Rabe O. Wilkison American Legion Post 38, 1857 Jackson Street, Fort Myers, Florida 33901.

ARTICLE III - PURPOSES

The general purpose of the corporation shall be:

(a) To uphold and defend the Constitution of the United States of America; to maintain law and order; to foster and perpetuate a one hundred percent Americanism; to preserve the memories and incidents of our associations during the Great Wars; to inculcate 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 participate in and contribute to the accomplishment of the aims and purposes of the American Legion; to consecrate and sanctify our association by our devotion to mutual helpfulness.

(b) To do all things necessary and essential to carry on the activities, welfare and social work of the American Legion Auxiliary, Rabe O. Wilkison Unit 38, Inc., including the establishment and operation of a club room and other financial operations for the purpose of obtaining the net profits therefrom for the uses and purposes of the American Legion Auxiliary, Rabe O. Wilkison Unit 38, Inc..

(c) The said **AMERICAN LEGION AUXILIARY, RABE O. WILKISON UNIT 38, INC.** shall at all times remain under the jurisdiction of and be governed according to the Constitution, By-Laws and Rules of Procedure of the American Legion Auxiliary, National Headquarters and of the American Legion Auxiliary, Department of Florida. In the event that any provisions of these Articles of Incorporation conflicts with the Constitutions of the American Legion Auxiliary, National Headquarters, or the American Legion Auxiliary, Department of Florida, such provisions shall be deemed null and void.

ARTICLE IV - UNIT OFFICERS

(a) The Unit shall elect annually a President, First Vice-President, Second Vice-President, Treasurer, Chaplain, Historian and Sergeant-at-Arms who shall assume the duties of their respective offices upon being installed. If the President wishes, she may appoint the Secretary, or, if not, the Secretary may be elected.

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TALLAHASSEE, FLORIDA

(b) The Unit shall notify Department Secretary-Treasurer of the names and addresses of each newly elected officer, not later than ten (10) days after installation.

(c) There shall be a Unit Executive Committee which shall consist of Unit officers, Junior Past President and three additional members elected by the Unit membership.

ARTICLE V - INITIAL OFFICERS/DIRECTORS

The method of election of officers and directors is as stated in the By-Laws of the Unit. The names and addresses of the officers who are to serve until their successors are duly elected or appointed and installed are as follows:

DONNA DOOLEY (P/D), 504 Avanti Way Boulevard, North Fort Myers, Florida 33917

KIM GAIDE (1st VP/D), 1778 Woodlawn Avenue, Fort Myers, Florida 33901

MARGARET JANI (2nd VP/D), 1062 Kindly Road, North Fort Myers, Florida 33903

MICHELE CARPENTER (T/D), 15536 Orangeade Drive, Punta Gorda, Florida 33955

DOT CLARKE (C/D), c/o Margaret Jani, 1062 Kindly Road, North Fort Myers, FL 33903

SANDIE ECK (H/D), 10040 Bayshore Road, North Fort Myers, Florida 33917

BARBARA COX (Sergeant-at-Arms/D), 2135 Virginia Avenue #6, Fort Myers, FL 33901

PAT HUMPHREYS (S/D), 19551 South Tamiami Trail, Fort Myers, Florida 33912

ARTICLE VI - TERM

This corporation shall have a perpetual existence, subject to the laws and provisions of the State of Florida and the Constitution of American Legion Auxiliary, Rabe O. Wilkison Unit 38, Inc.

ARTICLE VII - MEMBERSHIP ELIGIBILITY

(a) Membership in the American Legion Auxiliary shall be limited to the mothers, wives, daughters, sisters, granddaughters, great granddaughters and grandmothers of members of the American Legion; and to the mothers, wives, daughters, sisters, granddaughters, great granddaughters and grandmothers of all men and women who were in the Armed Forces of the United States during any of the following periods: April 6, 1917 to November 11, 1918; December 7, 1941 to December 31, 1946; June 25, 1950 to January 31, 1955; February 28, 1961 to May 7, 1975; August 24, 1982 to July 31, 1984; December 20, 1989 to January 31, 1990; August 2, 1990 to date cessation of hostilities as determined by the Government of the United States: all dates inclusive: or being citizens of the United States at the time of their entry therein, served on active duty in the Armed Forces of any of the governments associated with the United States during any of said periods, and died in the line of duty or after honorable discharge; and to those women who of their own right are eligible to membership in the American Legion.

(b) There shall be two classes of membership: Senior and Junior. (1) Senior membership shall be the group composed of members over the age of 18 years; (provided, however, that a wife under the age of 18 years, who is eligible shall be classed as a Senior member); (2) Junior membership shall consist of that group under the age of 18 years, whose activities shall be supervised by the Senior membership. Upon reaching the age of 18 years, Junior members shall automatically be admitted into the membership with full privileges; (3) Dues for both classes shall be paid annually, or for life.

ARTICLE VIII - AMENDMENTS

Amendments to these Articles of Incorporation may be made in accordance with the laws of the State of Florida and in accordance with the Constitutions of the American Legion Auxiliary, National Headquarters and of the American Legion Auxiliary, Department of Florida, by a two-thirds vote of the members present at a regular Unit meeting; provided that the proposed amendments shall have been read at a previous meeting. Amendments not having been previously read may be adopted by the unanimous vote of the members present. These Articles of Incorporation shall be automatically amended to conform to the National and Department Constitution and By-Laws and standing rules of the American Legion Auxiliary.

ARTICLE IX - MISCELLANEOUS

In the event of the dissolution of this corporation, all of the assets shall be the property of American Legion Auxiliary, Department of Florida. At no time shall the assets of the corporation be distributed among the individual members thereof.

ARTICLE X - INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial principal office of this corporation is American Legion Auxiliary, Inc., c/o Rabe O. Wilkison American Legion Post 38, 1857 Jackson Street, Fort Myers, Florida 33901 and the name of the initial registered agent of this corporation is: MICHELE CARPENTER.

ARTICLE XI - INCORPORATOR

The name and address of the Incorporator is: MICHELE CARPENTER
15536 Orangeade Drive
Punta Gorda, Florida 33955

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.


Signature/Registered Agent

12-17-2007
Date


Signature/Incorporator

12-17-2007
Date

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