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10943 Mayfield Road

(Address)

Attn: Marsha Siha

(Address)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
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**STATE of FLORIDA
ARTICLES of INCORPORATION
A NOT FOR PROFIT CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

The name of this corporation is VIETNAM VETERANS IN VIETNAM, INC.

ARTICLE II.

The address of the principal office and mailing address of the corporation shall be 1091 60th Place E., Suite L-6145, Bradenton, FL 34203.

ARTICLE III.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The corporation is specifically organized as a charity with the following purposes:

- A). To foster and encourage social, economic, and cultural relationships between the peoples of the United States and Vietnam, and to facilitate discussions and dialogue between the citizens and leadership of each nation in furtherance of the development of the relationships.
- B). To educate the people of the United States, and particularly the veterans community, as to the continuing effects of the legacies of the conflict in Vietnam.
- C). To assist American veterans and veterans organizations desiring to visit Vietnam to learn of the legacies of the conflict.
- D). To provide assistance and relief to individuals and families in Vietnam who are experiencing adverse effects as a result of exposure to the legacies of the conflict.
- E). To provide information and advice to individuals and organizations, particularly American veterans and their family members, and American veterans organizations examining the effects of the legacies of the conflict.

ARTICLE IV.

The manner in which the directors are elected or appointed shall be specified in the bylaws of the corporation.

ARTICLE V.

The names and addresses of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are:

Thomas Leckinger
1091 60th Place E., Suite L-6145
Bradenton, FL 34203

James Kurtz
1352 Schlegel Road
Webster, NY 14580

Stirlin Harris
4130 Roots Tavern Road.
Geneseo, NY 14454

ARTICLE VI.

The initial registered agent and street address of the corporation in Florida shall be USA-RA LLC at 841 Prudential Drive, 12th Floor, Jacksonville, FL 32207

ARTICLE VII.

The name and address of the incorporator is Marsha Siha at 14027 Memorial Drive, Suite 110, Houston, TX 77079.

ARTICLE VIII.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

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 or in opposition to 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 (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX.

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent provided by the laws of the State of Florida now or hereafter in force, including the advance of expenses under the procedures provided by such laws.

Date: January 29, 2008

IN WITNESS WHEREOF, I have signed these articles and acknowledge the same to be my act.

I HEREBY CONSENT to my designation in this document as registered agent for this corporation.

SIGNATURE OF INCORPORATOR:

By: Marsha Siha
Marsha Siha, Incorporator

SIGNATURE OF REGISTERED AGENT:

By: Kyle Lavender
Kyle Lavender on behalf of USA-RA LLC

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TALLAHASSEE, FLORIDA

Return address of filing party:
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