

ND8000009777

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



600136196426

09/22/08--01045--001 \*\*78.75

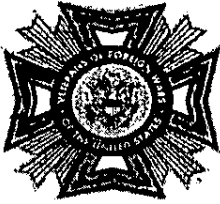
FILED

2008 OCT 22 P 1:42

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OCT 22 2008  
D.A. WHITE

*original*



**Veterans of Foreign Wars  
Braden River Post 12055**

**George Johnston  
Quartermaster  
6410 Butlers Crest Dr.  
Bradenton, FL 34203  
Phone 941-753-0035**

September 9, 2008

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**SUBJECT: ARTICLES OF INCORPORATION**

**BRADEN RIVER POST 12055  
VETERANS OF FOREIGN WARS OF THE UNITED STATES, INC.**

Enclosed are an original and two copies of the Articles of Incorporation and a check for \$78.<sup>15</sup> for our filing fee and a certified copy.

**FROM:**

**GEORGE JOHNSTON QUARTERMASTER  
BRADEN RIVER VFW POST 12055  
PMB 237  
7282 - 55<sup>th</sup> AVENUE, EAST  
BRADENTON, FL 34203**

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

**ARTICLE I - NAME**

The name of this corporation shall be:

***BRADEN RIVER POST 12055, VETERANS OF FOREIGN WARS OF THE UNITED STATES, INC.***

**ARTICLE II - PRINCIPAL OFFICE**

The principal street address is;

VETERANS OF FOREIGN WARS  
BRADEN RIVER POST 12055  
C/O RED CROSS  
10311 MALACHITE DRIVE  
BRADENTON, FL 34202

The mailing address is:

BRADEN RIVER VFW POST 12055  
PMB 237  
7282 - 55<sup>th</sup> AVENUE, EAST  
BRADENTON, FL 34203

**ARTICLE III - PURPOSE**

The general nature and purpose of the corporation shall be:

- a) Fraternal, patriotic, historical and educational; to preserve and strengthen comradeship among its members; to assist worthy comrades; to perpetuate the memory and history of our dead and to assist their widows and orphans, to maintain true allegiance and fidelity to the Constitution of the United States and of the Veterans of Foreign Wars of the United States and its By-laws; to foster true patriotism; to maintain and extend the institutions of American freedom; to preserve and defend the United States from all her enemies, whosoever.
- b) To take by gift, devise, purchase or in any manner, whatsoever, real and personal property, and to sell, transfer, mortgage, lease or rent in any manner whatsoever, the same, and to do all things necessary and essential thereto for the benefit of the corporation.
- c) To do all things necessary and essential to carry on the activities, rehabilitation, welfare and social work of the Post, including establishment and operation of club rooms and other financial operations for the purpose of obtaining the net profits therefrom for the use and purpose of the Post.

**FILED**  
2009 OCT 22 P 1:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- d) The said Braden River Post 12055, Veterans of Foreign Wars of the United States, Inc., shall at all times remain under the jurisdiction of, and be governed according to the Congressional Charter, By-Laws and Manual of Procedure of the Veterans of Foreign Wars of the United States. In the event that any provisions of these Articles of Incorporation conflicts with the National Charter and Br-Laws of the Veterans of Foreign Wars of the United States, such conflicting provisions shall be deemed null and void, the National Charter and By-Laws shall at all times, govern.

#### **ARTICLE IV – MEMBERSHIP**

Any person who has served as an officer or enlisted person on active duty, honorably discharged, released to inactive duty or returned, shall be eligible for membership;

- 1) whose service in the armed forces of the United States in any war, insurrection or expedition is recognized as campaign medal service and governed by the authorization of the issuance of a campaign badge (medal) by the Government of the United States of America; and,
- 2) Who is a citizen of the United States.

The active and voting membership of this corporation shall at all times be confined to the active membership in good standing in BRADEN RIVER POST 12055, VETERANS OF FOREIGN WARS OF THE UNITED STATES, INC. with eligibility to, acquiring of, suspension from, and discontinuance of membership being in accordance with the National Constitution and By-Laws of the Veterans of Foreign Wars of the United States.

#### **ARTICLE V – TERM**

This corporation shall have a perpetual existence, subject to the laws and provisions of the State of Florida and the Constitution and By-Laws of the Veterans of Foreign Wars of the United States.

#### **ARTICLE VI - SUBSCRIBERS**

The names and addresses of the officers who are to serve until their successors are duly elected and installed, are as follows;

Post Commander, Steve Valley, 14767 1<sup>st</sup> Avenue East, Bradenton, FL34212

Post Sr. Vice Commander, William Jackson, 8993 Stone Harbor Loop, Bradenton, FL 34212

Post Quartermaster, George Johnston, 6410 Butlers Crest Dr., Bradenton, FL 34203

## **ARTICLES VII – MANAGEMENT & ELECTIONS**

The Board of Directors shall manage the affairs of this corporation and shall consist of the Post Commander, the Post Sr. Vice Commander and the Post Quartermaster, and they shall be elected at a regular meeting to be held during the month of April each and every year. Actions of the Board of Directors as set forth herein shall be at all times subject to the approval of the Post.

## **ARTICLE VIII – OFFICERS**

The names and addresses of the Officers, who are to serve until their successors are duly elected and installed, are as follows;

Post Commander, Steve Valley, 14767 1<sup>st</sup> Avenue East, Bradenton, FL34212, who shall serve as President.

Post Sr. Vice Commander, William Jackson, 8993 Stone Harbor Loop, Bradenton, FL 34212, who shall serve as Vice President.

Post Adjutant, Dave Daily, 13510 2<sup>nd</sup> Avenue East, Bradenton, FL 34202, shall act as Secretary.

Post Quartermaster, George Johnston, 6410 Butlers Crest Dr., Bradenton, FL 34203, who shall serve as Treasurer.

All of the above shall be elected at a regular meeting of the Post to be held during the month of April of each and every year except the Adjutant who shall be appointed by the Commander on the night of installation or as soon thereafter as possible.

## **ARTICLE IX – INITIAL BOARD OF DIRECTORS**

The corporation shall have not less than three (3) Directors and initial Board of Directors shall be as follows;

Director, Steve Valley, 14767 1<sup>st</sup> Avenue East, Bradenton, FL34212

Director William Jackson, 8993 Stone Harbor Loop, Bradenton, FL 34212,

Director George Johnston, 6410 Butlers Crest Dr., Bradenton, FL 34203,

Directors are elected.

## **ARTICLE X – BY-LAWS**

By-Laws for this corporation may be made, altered, or rescinded AFTER PRESENTATION TO THE Post by any member in good standing and approved by a two thirds (2/3) vote of the Post membership present and in good standing at a noticed meeting. However, said amendments to the Articles of Incorporation shall be in accordance with the laws of the State of Florida, and in accordance with the National Charter, Constitution, By-Laws and Manual of Procedure of the Veterans of Foreign Wars of the United States, now shall they conflict with the By-Laws of the Department having jurisdiction and provided a copy of same shall be forwarded, through channels, and reviewed by the Commander-In-Chief before becoming effective.

### **ARTICLE XI – AMENDMENTS TO ARTICLES OF INCORPORATION**

Amendments to these Articles of Incorporation may be made after presentation to the Post by any member in good standing and approved by a two thirds (2/3) vote of the Post membership present and in good standing at a noticed meeting. However, said Amendments to the Articles of Incorporation shall be in accordance with the laws of the State of Florida, and in accordance with the National Charter, Constitution, By-Laws and Manual of Procedure of the Veterans of Foreign Wars of the United States, further, they shall be in accordance with the Department having jurisdiction and provided a copy of same shall be forwarded through channels and reviewed by the Commander-In-Chief before becoming effective.

### **ARTICLE XII – MISCELLANEOUS**

In the event of a dissolution of this corporation all of the assets shall be the property of Braden River Post 12055, VETERANS OF FOREIGN WARS OF THE UNITED STATES, INC. and in the event of the simultaneous dissolution of this corporation and of the forfeiture of the charter issued by the Veterans of Foreign Wars of the United States to said subordinate unit, then, and in that event, title to all of the assets of this corporation shall pass the Veterans of Foreign Wars of the United States to be disposed of in accordance with the National By-Laws, Rules and Regulations of the said Veterans of Foreign Wars of the United States. At no time shall the assets of the corporation be distributed among the individual members thereof.

### **ARTICLE XIII – ADDRESS AND REGISTERED OFFICE AND AGENT**

The name and Florida address of the registered agent is:

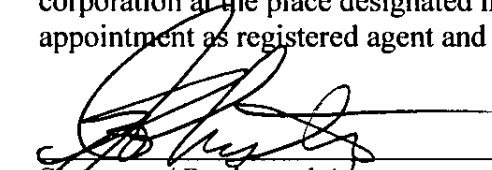
Post Quartermaster, George Johnston, 6410 Butlers Crest Dr., Bradenton, FL 34203

### **ARTICLE XIV – INCORPORATOR**

The name and address of the Incorporator is:

Post Commander, Steve Valley, 14767 1<sup>st</sup> Avenue East, Bradenton, FL34212

.....  
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

10/15/08  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature / Incorporator

10/15/08  
\_\_\_\_\_  
Date

.....  
IN WITNESS WHEREOF we have hereunto set our hands and seals this 15<sup>th</sup> day of  
October, 2008.

J. M. Myrman L.S.  
Hester Howell L.S.  
Wilbert Benson L.S.

**RESIDENT AGENT CERTIFICATE**

*Braden River*

In pursuance of Florida Statutes, the following is submitted in compliance with said Act; First that Post No. 12055, VETERANS OF FOREIGN WARS OF THE UNITED STATES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Article of Incorporation, at,

Veterans of Foreign Wars  
Braden River Post 12055  
C/o Red Cross  
10311 Malachite Drive  
Bradenton, FL 34202

has named George Johnston

located at 6410 Butlers Crest Dr., Bradenton, FL 34203

as its agent to accept service or process within this State.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 OCT 22 P 1:42

FILED

**ACKNOWLEDGMENT**

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

George Johnston  
REGISTERED AGENT

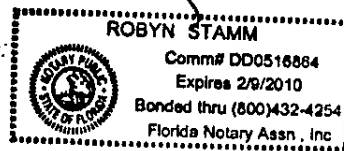
STATE OF FLORIDA  
COUNTY OF

The foregoing instrument was acknowledged before me on the 10<sup>th</sup> day of Sept 2008  
by George Johnston who is personally known to the or has  
produced FLDC as identification and who did/did not take an  
oath.

Notary Public

Name of Notary Public:

Commission Number:



**CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT**

Having been designated as the Registered Agent for Braden River VFW Post 12055  
I hereby accept the designation and agree to act as the Registered Agent of said corporation.

Dated: September 19, 2008

[Signature]