

NO9000000826

(Requestor's Name)

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(Business Entity Name)

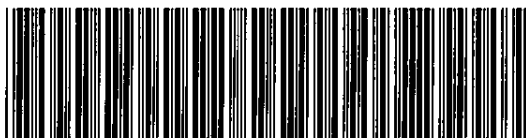
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W09-2306



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01/14/09--01022--006 **87.50

FILED
2009 JAN 26 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch JAN 27 2009

COVER LETTER

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

SUBJECT: American Veterans with Brain Injuries, Inc.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Cheryl R Lynch
Name (Printed or typed)

4661 Evelyn Street
Address

Pace, Florida 32571-1556
City, State & Zip

850-994-4418
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 15, 2009

CHERYL R LYNCH
4661 EVELYN STREET
PACE, FL 32571-1556

SUBJECT: AMERICAN VETERANS WITH BRAIN INJURIES, INC. (AVBI)
Ref. Number: W09000002306

We have received your document for AMERICAN VETERANS WITH BRAIN INJURIES, INC. (AVBI) and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing an application and submitting the appropriate fees to this office.

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) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 609A00001663

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DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
AMERICAN VETERANS WITH BRAIN INJURIES, INC.

A Florida Not-for-Profit Corporation

ARTICLE I
Name

The name of this corporation is;

AMERICAN VETERANS WITH BRAIN INJURIES, INC.

ARTICLE II
Address

The address of the principal office and the mailing address of the corporation is;

4661 EVELYN ST. PACE, FLORIDA 32571.

ARTICLE III
Purpose

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, including but not limited to:

- (a) Provide support programs, and grant funding for alternative therapies and leisure activities, to disabled veterans of the U.S. Armed Services;
- (b) Promote and expand the independence, self respect, self esteem, and improve the quality of life of disabled veterans of the U.S. Armed Services;

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- (c) Receive and hold by gift, bequests, devise, and purchase any real or personal property and manage, invest and reinvest the same or use and dispose of the same, all for the advancement of the corporation and its objectives;
- (d) Hold funds and property of all kinds, subject only to any limitations or conditions imposed by law or the instrument under which said property is received, and sell, lease, convey or otherwise dispose of any such property and invest and reinvest the same or any proceeds thereof and deal with and expend the principal and income for any of the purposes herein;
- (e) Upon specific approval of the Board of Directors or Executive Committee, borrow such sums on such terms and with such surety, if any, as may be prescribed in such approval;
- (f) Own, buy, lease, sell, mortgage or exchange real estate and to improve the same by erecting buildings thereon and any other type of improvements or developments; and
- (g) Engage in and transact any other lawful activity as may be necessary or convenient, solely in furtherance of the above purposes, for which nonprofit corporations are permitted under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.

ARTICLE IV

Directors

There shall be three (3) members of the initial Board of Directors of the corporation. The method of electing Directors shall be as stated in the Bylaws of the corporation. There shall be no less than three members of the Board of Directors. The names and addresses of the persons who are to serve as the initial Directors are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|------------------|---|
| Cheryl R. Lynch | 4661 Evelyn St. Pace, FL 32571 |
| Anna J. Frese | 5513 Gondolier Dr. New Bern, NC 28560 |
| Sandra L. Thames | 4840 Cove Creek Dr. Brownsboro, AL 35741 |

ARTICLE V
Not For Profit

The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these Articles, under law and under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax laws. If the corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax laws.

ARTICLE VI
Limitation

No part of the net earnings of the corporation shall inure directly or indirectly to the benefit of or be distributable to its members (if the corporation ever has any), directors, officers, or to the benefit of any private individual, but 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 herein.

ARTICLE VII
Tax Exempt Status

Notwithstanding any other provisions of these Articles, it is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986. These Articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on any activities to such an extent as would result in the loss of exemption under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax laws.

This corporation shall not carry on propaganda or otherwise attempt to influence legislation, nor shall the corporation participate or intervene, by publication or distribution of any statements or otherwise, in any political campaign on behalf of any candidate for public office.

ARTICLE VIII
Dissolution

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

Membership

Membership will be governed by the bylaws. The Corporation shall not issue shares of stock.

ARTICLE X

Registered Office and Registered Agent

The initial registered office, principal office, and mailing address of the corporation shall be located at 4661 Evelyn St. Pace, Florida. The initial registered agent of the corporation at that address shall be Cheryl R. Lynch.

ARTICLE XI

Incorporators

The name and address of the subscriber and incorporator to these Articles of Incorporation is:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|-----------------------------------|
| Cheryl R. Lynch | 4661 Evelyn St. Pace, FL 32571 |

ARTICLE XII

Officers

The officers and agents of the corporation shall be a President, Vice-President, Secretary and Treasurer, and any such other officers or agents as may be provided by the Bylaws or appointed and authorized by the Directors.

The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

ARTICLE XIII

Duration

This corporation shall exist perpetually.

ARTICLE XIV

Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be by majority vote of the Board of Directors.

ARTICLE XV

Amendment

These Articles of Incorporation may be amended by an affirmative vote of 2/3 of the members of the corporation present at a meeting duly called for that purpose. Notice for a meeting called for the purpose of amending these Articles of Incorporation shall be satisfied if the date, time and place of the meeting is announced at a regular meeting of the corporation at least seven (7) days in advance of the meeting.

IN WITNESS WHEREOF, I have subscribed my name this the 13 day of January 2009.


Cheryl R Lynch

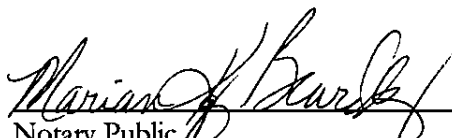
STATE OF FLORIDA
COUNTY OF SANTA ROSA

Before me, the undersigned Notary Public in and for the State of Florida at large, personally appeared Cheryl R. Lynch before me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation of **American Veterans with Brain Injuries, Inc.** and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

Given under my hand and official seal this the 13 day of January 2009.



Marian Kay Beardsley
Notary Public-State of FL
Comm. Exp. Oct. 08, 2010
Comm. No. DD 578455


Notary Public
My commission expires: 10-06-10

**CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED
AGENT**

Pursuant to the provisions of §617.0501, Florida Statutes, the undersigned corporation organized under the not for profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the corporation in the State of Florida:

1. Name of the corporation:

American Veterans with Brain Injuries, Inc.

2. Name and address of the registered agent and office:

4661 Evelyn St. Pace, Florida 32571

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 1-13-2009

Cheryl Lynne