

FEB 26 2009 11:48 AM

LATZO ENGINEERING

27-394-2775

P.1

Division of Corporations

No 90000002002

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H09000045168 3)))



H090000451683ABCD

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : LATZO LEGAL ASSISTING  
Account Number : I20030000094  
Phone : (727) 639-1819  
Fax Number : (727) 394-2775

RECEIVED  
DEPARTMENT OF STATE  
09 FEB 26 PM 12:49

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**OPERATION: ENDURING GRATITUDE, INC.**

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2009 FEB 26 PM 2:00

Electronic Filing Menu

Corporate Filing Menu

Help

2/27/09

H09000045168 3  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

2009 FEB 26 PM 2:00

OF

OPERATION: ENDURING GRATITUDE, INC.

The undersigned Incorporator, for the purpose of forming a not-for-profit corporation in compliance with Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I - Name and Address

The name of the corporation is OPERATION: ENDURING GRATITUDE, INC. (hereinafter referred to as the "corporation"). The mailing address of the corporation is 2267 Springrain Drive, Clearwater, Florida 33763, and the address of the corporation's principal place of business is 2267 Springrain Drive, Clearwater, Florida 33763.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III Purpose

A. The specific and primary purpose for which the corporation is formed is to create, organize and implement, under the laws of the State of Florida, a network of retailers and service providers to become members, supporters, sponsors, and/or underwriters of the corporation by agreeing to provide a minimum ten percent (10%) discount on their services and products sold to and purchased by our United States Veterans.

B. The general purpose for which the corporation is formed is to operate exclusively for purposes that will provide United States Veterans with discounted products and services, as well as qualifying it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code and Regulations (hereinafter referred to as the "Code") and corresponding provision of any subsequent federal tax laws, including for such purposes, the making of distributions or organizations which qualify as tax exempt organizations under the Code.

Prepared by:  
Tami Lee Latzo, L.A.  
Lazo Legal Assisting  
14955 Gulf Boulevard  
Suite 14  
Madeira Beach, Florida 33708  
727-639-1819

H09000045168 3

H09000045168 3

C. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

D. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

#### ARTICLE IV – Directors

The initial Board of Directors shall consist of three (3) Members who shall have the power to notice, amend, and repeal the Bylaws of the corporation. The number of directors may be increased or decreased from time to time as set out in the Bylaws of the corporation, but the number of Directors shall never be less than three (3). The Directors of the corporation need not be Members. Directors shall be elected by the Members, at annual meetings of the Members. The names and addresses of the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Daniel A. Garza	2267 Springrain Drive Clearwater, Florida 33763
Scott A. Barkalow	2275 Whitebluff Road Burns, Tennessee 37029
Scott A. Stemen	401 Lawnwood Avenue Lima, Ohio 45805

Prepared by:  
Tami Lee Latzo, L.A.  
Latzo Legal Assisting  
14955 Gulf Boulevard  
Suite 14  
Madeira Beach, Florida 33708  
727-639-1819

H09000045168 3

H09000045168 3

ARTICLE V – Members

Members shall be appointed in accordance with the Bylaws of the corporation. The initial Members of the corporation are:

Daniel A. Garza  
Scott A. Barkalow  
Scott A. Stemen

ARTICLE VI – Officers

The corporation shall be administered by Officers. Officers need not be Members. The Officers of the corporation shall be elected by the Board of Directors at annual meetings. The initial Officers of the corporation are:

<u>Name</u>	<u>Office</u>
Daniel A. Garza	President
Scott A. Barkalow	Vice President
Scott A. Semen	Secretary/Treasurer

ARTICLE VII – Registered Agent

The street address of the initial registered office of the corporation is Daniel A. Garza, and the name of the initial Registered Agent of the corporation at that address is 2267 Springrain Drive, Clearwater, Florida 33763.

ARTICLE VIII – Incorporator

The name and address of the person signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Daniel A. Garza	2267 Springrain Drive Clearwater, Florida 33763

Prepared by:  
Tami Lee Latzo, L.A.  
Latz Legal Assisting  
14955 Gulf Boulevard  
Suite 14  
Madeira Beach, Florida 33708  
727-639-1819

H09000045168 3

H09000045168 3

For the purpose of forming this not-for-profit corporation under the laws of the State of Florida, the undersigned, constituting the Incorporator of this corporation, has executed these Articles of Incorporation this \_\_\_\_\_ day of February, 2009.

  
DANIEL A. GARZA, President

CERTIFICATE OF ACCEPTANCE OF DESIGNATION

OF

REGISTERED AGENT

The undersigned hereby accepts the above designation as Registered Agent to accept service of process for the above-named not-for-profit corporation, at the place designated above, and agrees to comply with the provisions of Florida Statutes §48.091(2) relative to maintaining an office for the service of process.

  
DANIEL A. GARZA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2009 FEB 26 PM 2:00

Prepared by:  
Tami Lee Latzo, L.A.  
Latzos Legal Assisting  
14955 Gulf Boulevard  
Suite 14  
Madeira Beach, Florida 33708  
727-639-1819

H09000045168 3