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(Requestor's Name)

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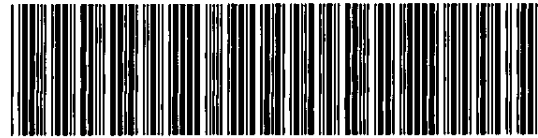
(Business Entity Name)

(Document Number)

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10 APR -7 PM 2:43  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE

## COVER LETTER

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

SUBJECT: AMERICAN LEGION AUXILIARY, SAULS-BRIDGES UNIT 13, 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: AARON R. HOLLOWAY, ESQ.  
Name (Printed or typed)

POST OFFICE BOX 391  
Address

TALLAHASSEE, FL 32302  
City, State & Zip

(850) 425-5454  
Daytime Telephone number

aholloway@ausley.com  
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION  
OF  
AMERICAN LEGION AUXILIARY, SAULS-BRIDGES UNIT 13, INC.**

**A Florida Not-for-Profit Corporation**

The undersigned, who are citizens of the United States, desire to form a not-for-profit corporation under the **Florida Not For Profit Corporation Act** (Chapter 617, Florida Statutes) and do hereby certify:

**Article 1.  
Name**

The name of this Corporation shall be **American Legion Auxiliary, Sauls-Bridges Unit 13, Inc.**

**Article 2.  
Principal Office and Mailing Address**

The principal place of business of the Corporation shall be 229 Lake Ella Drive, Tallahassee, Florida 32303. The mailing address of the Corporation shall be Post Office Box 3974, Tallahassee, Florida 32315.

**Article 3.  
Corporate Purposes**

The Corporation shall be a nonprofit organization formed and operated exclusively to fulfill charitable and educational purposes, to promote the social welfare of the community, and to participate in and contribute to the accomplishment of the aims and purposes of the American Legion, including for such purposes making distributions to organizations that qualify as exempt organizations under the Internal Revenue Code.

**Article 4.  
Corporate Powers**

Section 4.01. The Corporation shall have and exercise all powers accorded not-for-profit corporations under the laws of the State of Florida that are not in conflict with the Corporation's exempt purposes as provided in Article 3 above. Specifically, no part of the assets or the net earnings of the Corporation shall inure to the benefit of or be distributable to any officer, director, member, or any other person, 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 Article 3

above. No substantial part of the activities of the Corporation shall be dedicated to attempting to influence legislation by propaganda or otherwise. The Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code and to which deductible contributions may be made under Sections 170, 2055, or 2522 of the Internal Revenue Code, as applicable. Unless otherwise indicated, as used in this Article III and hereinafter, all section references are to the Internal Revenue Code of 1986, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

#### **Article 5.** **Amendments**

These Articles of Incorporation may be amended by the affirmative vote of at least two-thirds of the members of the Board of Directors present at any regular or special meeting, provided proper notice of the changes to be made has been given and a quorum is present, or without a meeting if a consent in writing, signed by the number of Directors whose votes would be necessary to authorize such amendment at a meeting, is filed in the minutes of the Corporation. Within ten (10) days after obtaining such authorization by written consent, notice summarizing the action shall be given to those Directors who have not consented in writing.

#### **Article 6.** **Dissolution**

Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed (i) for one or more exempt purposes to any organization that shall then be qualified for exemption under Section 501(c)(3) of the Internal Revenue Code and to which a contribution shall be permitted as a deduction under Section 170, (ii) to the federal government, or (iii) to a state or local government for a public purpose. Any 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, as the said court shall determine, to one or more such organizations as have been organized and operated exclusively for such purposes. None of the assets shall be distributed to any officer, director, or member of the Corporation, or any other person or organization not described in the preceding sentence.

**Article 7.**  
**Officers/Directors**

The name, address, and title of each of the initial officers and directors of the Corporation are:

<b><u>Name/Title</u></b>	<b><u>Address</u></b>
<b>Hazel Connell</b> President Director	229 Lake Ella Drive Tallahassee, FL 32303
<b>Sandra L. Shaffer</b> 1 <sup>st</sup> Vice President Director	229 Lake Ella Drive Tallahassee, FL 32303
<b>Carol Easom</b> Secretary Director	229 Lake Ella Drive Tallahassee, FL 32303
<b>Carolyn Losey</b> 2 <sup>nd</sup> Vice President Director	229 Lake Ella Drive Tallahassee, FL 32303
<b>Tanisha Howard</b> 3 <sup>rd</sup> Vice President Director	229 Lake Ella Drive Tallahassee, FL 32303
<b>Sandra Maxwell</b> Treasurer Director	229 Lake Ella Drive Tallahassee, FL 32303
<b>Sharon Courey</b> Chaplain Director	229 Lake Ella Drive Tallahassee, FL 32303
<b>Juanita LeCroy</b> Sergeant-at-Arms Director	229 Lake Ella Drive Tallahassee, FL 32303
<b>Cindy Clark</b> Historian Director	229 Lake Ella Drive Tallahassee, FL 32303

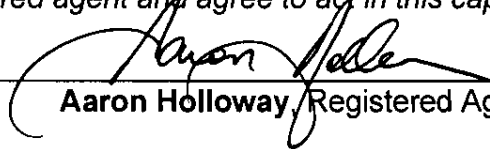
The method of elections of officers and directors shall be stated in the bylaws of the Corporation.

**Article 8.**  
**Registered Office and Registered Agent**

The name and Florida street address of the Registered Agent of the Corporation are as follows:

**Aaron Holloway**  
123 South Calhoun Street  
Tallahassee, Florida 32301

*Having been named as registered agent to accept service of process for the above-named corporation at the place designated in this document, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
\_\_\_\_\_  
**Aaron Holloway**, Registered Agent

**Article 9.**  
**Incorporator**

The name and address of the incorporator of the Corporation are:

**Name**

**Sandra L. Shaffer**

**Address**

229 Lake Ella Drive  
Tallahassee, FL 32303

IN WITNESS WHEREOF, I have executed these Articles of Incorporation of **American Legion Auxiliary, Sauls-Bridges Unit 13, Inc.**, as of this 6<sup>th</sup> day of April, 2010.

  
\_\_\_\_\_  
**Sandra L. Shaffer**

Date: April 6, 2010