

NI D0000008535

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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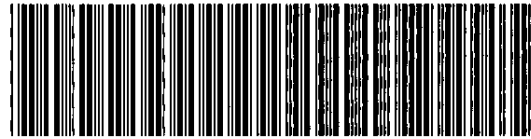
(Business Entity Name)

(Document Number)

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Amend

FILED
11 OCT -5 AM 11:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

7/5/11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: US Vet Net, Inc.

DOCUMENT NUMBER: N10000008535

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kenneth L. Soule
(Name of Contact Person)

US Vet Net, Inc.
(Firm/ Company)

16792 East Calder Drive
(Address)

Loxahatchee, Fl. 33470-4141
(City/ State and Zip Code)

ceo@usvetnet.org
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kenneth L. Soule at (561) 753-2741
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|--|--|---|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
11 OCT -5 AM 11:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

US Vet Net, Inc

(Name of Corporation as currently filed with the Florida Dept. of State)

N10000008535

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
*(Principal office address **MUST BE A STREET ADDRESS**)*

US Vet Net, Inc.
16792 EAST CALDER DRIVE
LOXAHATCHEE, FL 33470-4141

C. Enter new mailing address, if applicable:
*(Mailing address **MAY BE A POST OFFICE BOX**)*

US Vet Net, Inc.
16792 EAST CALDER DRIVE
LOXAHATCHEE, FL 33470-4141

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _____

New Registered Office Address: _____ *(Florida street address)*

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

ARTICLE (s) of incorporation amending - all (see the attached pages 1 - 9)

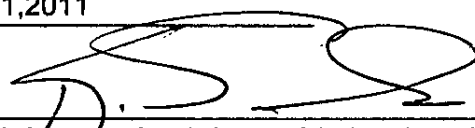
The date of each amendment(s) adoption: August 31,2011

Effective date if applicable: August 31,2011 *(date of adoption is required)*
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated August 31,2011

Signature  _____

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Kenneth L. Soule
(Typed or printed name of person signing)

Director and CEO
(Title of person signing)

ARTICLES OF AMENDMENT
TO

September 10, 2010
[Revision (1) 8/31/2011]

ARTICLES OF INCORPORATION
OF

US VET NET

US Vet Net, Inc. Mission Statement

"Helping Military families, Veterans and their communities understand and treat PTSD (post traumatic stress Disorder) and TBI (traumatic brain injuries) by recognizing, understanding, and taking the correct political action(s) (presenting new science and or procedures that will be of a benefit to our US active duty service members or veterans in the effort to keep the seated political representatives advised) and financial actions to support the best proper mental health and medical solutions."

"To provide, and or, support on-going research for potential medical improvements that will further serve to benefit, and or protect, our injured United States Military Service Personnel and Veterans."

"To assist and defray the cost of those veterans that wish to have their PTSD or TBI condition treated using the HBOT Protocol at private facilities."

"By providing and documenting the successful treatment of PTSD and TBI cases to the Insurance companies in the attempt to have them recognize the medical benefits and providing coverage under the policies they issue to their insured. To provide information on additional new treatments that maybe cost effective and represent the best choice of treatment for any given condition that was obtained while in the performance of the duties to our United States Armed Forces."

This is a three (3) step approach for the short and long term action that must be accomplished to provide the necessary support that will address the issues of PTSD and TBI as well as additional other medical conditions, with our Military, Government, Veterans, the general public and the Veterans Administration.

The establishment of www.usvetnet.org website and (a" not for profit") Florida Incorporation, US VET NET, Inc. will mark the start of the American citizens standing up for the needs of our veterans and our young warriors returning from conflicts and battles on foreign or domestic soil, will be met at every level!

ARTICLES OF AMENDMENT
TO
Articles of Incorporation ^{of} US Vet Net, Inc

Revision 1 as of August 31, 2011

Articles

(I) The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

First: The name of the Corporation shall be US Vet Net, Inc.

Second: The place in this state where the principal office of the Corporation is to be located is the City of, Loxahatchee, Palm Beach County.

Third: 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.

Fourth: The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Name: Kenneth L. Soule **Address:** 16792 East Calder Drive Loxahatchee, Florida 33470

Name: Preston S. Kemp **Address:** 2356 Wabasso Drive West Palm Beach, Florida 33409

Name: Deborah S. Soule **Address:** 16792 East Calder Drive Loxahatchee, Florida 33470


Fifth: 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 Article Third hereof. 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.

"Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation."

Sixth: 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.

In witness whereof, we have hereunto subscribed our names this 31st day of August 2011

Signature: 
Signature: Deborah Soule
Signature: Preston S King

(II) Us Vet Net, Inc. shall be considered to be a "not for profit" Military and Veterans support organization.

(III) All officers are considered to be volunteers and accept their responsibilities without monetary compensation for their time or responsibilities.

Should the come a time where it becomes necessary to hire additional staff, monetary compensation for said staff and or Officers will be voted on. All officers on record at the time must be in agreement to hire any additional paid staff, consultants or employees.

At some point, it may become necessary to provide reimbursement to the Officers and or staff for the use of their privately owned vehicles in the direct performance of their corporate responsibilities. Additionally, the use of a privately owned vehicle by an officer of the organization used to conduct official company business by be allowed to be reimbursed for said use at the maximum rate allowed by federal tax laws pertaining to a 501(c)(3). In the event, a mileage report must be filed with the C.F.O. with the total miles traveled and the justification of said usages. All officers must be in agreement with the submitted request form and the form must bear the C.F.O's signature for approval.

Financial compensation to any or all officers must be done by a vote taken by all officers on record at the time compensation is considered. All Chief Officers must be in agreement in order for any or all officers to receive monetary compensation for the performance of their assigned duties.

Officers may be compensated for meals and lodging if the expense is accrued while in the direct performance of the corporation mission. All receipts must be submitted to the C.F.O and filed for the tax reporting year.

Director/C.E.O. This is the Chief Executive Officer whom is responsible for the overall operation of the organization's day to day business. His or her responsibilities will guide the operation towards the successful completion of the mission statement. He or she will have 1/3rd of any matter that may have to be put to a vote as per by-laws.

Director/C.O.O. This is the Chief Operations Officer whom is responsible to carry out the general directives of the CEO and assist in the operational growth of the organization in its efforts to meet the mission statement. He or she will be responsible for development of community relations and the awareness of Us Vet Net, Inc., its objectives and develop new relationships with other corporate identity's that wish to assist in the accomplishment of the organizations missions and goals. He or she shall be considered to have a 1/3rd of any matter that may have to be put to a vote as per by-laws.

Director/C.F.O. This is the Chief Finance Officer. He or she is responsible for the financial records of the organization. Maintain the organizations bank account(s), track donations and cash out flows as provided by the mission statement and or by-laws, responsibility for the timely competition of any and all required financial reports or tax records. He or she shall be considered to have a 1/3rd of any matter that may have to be put to a vote as per by-laws.

All meetings of officers and or chairmen may be conducted from time to time without any set schedule, as required to conduct the ongoing business mission of US Vet Net, Inc. This may be accomplished by phone, email, written correspondence or in person at a pre determined place and time that is agreeable to all officers of the organization. In the event of any said meeting, a general record shall be kept that will reflect the reason for the meeting (general business, special issue or a vote) and record (minutes as per Roberts Rules of Order) the outcome of all business conducted. This may be a shared responsibility of any officer of the organization.

(IV) Priority, number one: (Prevention & Retention) lets close the flood gates at the source. Gain the required by-partisan support of our elected Senators, Congressmen and State Representatives by presenting them with the proper medical documentation with the intent of better educating them to current medical equipment and procedures that should be used to treat our troops and veterans. To obtain better proper medical and physical tests conducted on our troops and or veterans for the symptoms of PTSD and TBI. ***US Vet Net will not be involved in political lobbying as described by page 44 Section 501(C) (3)Organizations of the Application for Recognition of Exemption form 1023***

Being it required by the Department of Defense Agency at their expense to a specified standard prior to discharge, to determine if PTSD or TBI evidence is present. All positive tests will be required to be retained in grade and service until pre defined therapy goals can be.

Veterans with the symptoms of either medical condition shall be afforded the required treatment under the Veteran Administration hospitals and or outside approved clinics.

Furthermore, the HBOT (Hyperbaric Oxygen Therapy) Protocol should be evaluated, studied and refined to be a recognized, medical procedure to be use as a priority treatment for PTSD & TBI.

To provide new, ongoing medical information that may be of use in the field or at our VA Medical Facilities to better treat our troops and or veterans.

(V) US Vet Net, Inc. will not support any political party, political campaign, candidate or elected official by endorsement or financial contribution under any circumstances.

US Vet Net, Inc. will only seek the support of elected officials by correspondence or addressing those in attendance of regularly scheduled, but not limited to, Town Hall meetings, Florida House of Representatives sessions in Tallahassee, Congressional and or Senate Sessions.

Such attendance and associated expenses may be considered to be an official operational cost of the successful operations of US Vet Net, Inc. as determined by the officers of the corporation.

(VI) Identifying and Treatment: there are veterans that are walking among us today that have PTSD or TBI. It has taken the general public and the military, alike, too long to identify and recognize the urgent treatment for these systems that plaques our military.

Advancements in our body armor and helmet technology have allowed a lower causality rate on the battle field but the fact remains that the human body cannot sometimes physically endure the explosion or visual and mental images, thoughts and actions required in the line of duty.

Whereas it may take months, even years, to see the onset of symptoms, the Veterans Administration shall have the responsibility to determine the condition to be "service connected" as PTSD or TBI. US Vet Net, Inc. will seek to provide the ever growing body of medical evidence as to the successful treatment of PTSD and TBI using the HBOT Protocol by private clinics.

US Vet Net, Inc. will continue to urge that the HBOT treatment to be the preferred first course of treatment over that of medically prescribed drugs.

(VII) Corporate Financial Support and General Fund Raising: These actions will take place on an ongoing basis using many organizations in the public sector as well as seeking out any possible grants and or government funds to defray the cost of treatment for either of these disorders. *This is a swift, short term goal!*

Long term policy will be to financially support and assist in the development of proper treatment facilities using HBOT as determined by the geographical needs.

Develop portable treatment facilities and support the operations of these facilities and assist in the deployment as well as assisting the patient(s) needs; financially, medically, general health and social needs.

To continue to research for new medical procedures that will assist our US Military Service Personnel and Veterans.

Whereas, left untreated, veterans with PTSD or TBI may become a threat to themselves, their families and their communities, US Vet Net, Inc. will continue to educate the general public about PTSD and TBI until such time as the proper actions are adopted by our Government and the Veterans Administration.

(VIII) Dissolution of organization. Be it that the prime mission of US Vet Net, Inc. to address the short and long term treatment of PTSD & TBI by having the proper treatment and facilities operated by the Veterans Administration and or private facilities. Additionally, US Vet Net, Inc. will continue to present new medical equipment and best practice of treatment to further educate our, VA Facilities, politicians, veterans and veteran related organizations.

Dissolution of the organization must be determined by the organizations officers all being in agreement, as per page3, Article number 6.

In the event of the successful completion of all objectives and there is no further demand for funding by US Vet Net, Inc., the organization will be terminated as governed by the laws in the State of Florida. Any and all funds or assets will be given to another "not for profit" Veteran related organization as agreed to by a vote of the officers of record at the time the motion is entertained.

(X) Conflict of Interest Policy

Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization, US Vet Net, Inc. Interest when it is contemplating entering into a transaction or arrangement that might benefit the private Interest of an officer or director of the Organization or might result in a possible excess of benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Definitions

1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person had, directly or indirectly, through business, investment, or family:

A An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,

B. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or

C. A potential ownership or investment interest in, or compensation arrangement with, any entity or Individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III. Section 2. Any person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

3. Procedures

A. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

B. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

C. Procedures for Addressing the Conflict of Interest

An interested person may make a presentation at the governing board or committee meeting, but after that presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

E. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

F. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

G. If a more advantageous transaction or arrangement is not reasonably possible under the circumstances not producing a conflict of interest, the governing board of committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or agreement.

4. Violations of the Conflicts of Interest Policy

A. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

B. If, after hearing the member's response and after making further investigations warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

5 Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

A. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

B. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transactions or arrangement, and a record of any votes taken in connection with the proceedings.

6. Compensation

A. A voting member of the governing board who receives compensation, directly or indirectly, from the

Organization for services is precluded from voting on matters pertaining to that member's compensation.

B. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

C. No voting member of the governing board or any committee, whose jurisdiction includes compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

D. Physicians who receive compensation from the Organization, whether directly or indirectly or as employees or independent contractors, are precluded from membership on any committee whose jurisdiction includes compensation matter. No physician, either individually or collectively, is prohibited from providing information to any committee regarding physician compensation.]

7. Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement with affirms such person:

- A.** Has received a copy of the conflicts of interest policy,
- B.** Has read and understands the policy,
- C.** Has agreed to comply with the policy, and
- D.** Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

8. Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

A. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.

B. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investments or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

9. Use of Outside Experts

When conducting the periodic reviews as provided for Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibilities for ensuring periodic reviews are conducted.

(XI) The specific purpose for which this corporation is organized is:

"Helping Military families, Veterans and their communities understand and treat **PTSD** (post traumatic stress Disorder) and **TBI** (traumatic brain injuries) by recognizing, understanding, and taking the correct political action(s): *(presenting new science and or procedures that will be of a benefit to our US active duty service members or veterans in the effort to keep the seated political representatives advised)* and financial actions to support the best proper mental health and medical solutions."

“To provide, and or, support on-going research for potential medical improvements that will further serve to benefit, and or protect, our injured United States Military Service Personnel and Veterans.”

“To assist and defray the cost of those veterans that wish to have their PTSD or TBI condition treated using the HBOT Protocol at private facilities.”

“By providing and documenting the successful treatment of PTSD and TBI cases to the Insurance companies in the attempt to have them recognize the medical benefits and providing coverage under the policies they issue to their insured. To provide information on additional new treatments that maybe cost effective and represent the best choice of treatment for any given condition that was obtained while in the performance of the duties to our United States Armed Forces.”