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NAME: THE 1971 DEOMI FOUNDATION, INC.	
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XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION	SECRETARY OF SECRETARY OF CORP
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SECRETARY OF STATE DIVISION OF CORPORATIONS

2011 JUN 24 AM 8: 07

# ARTICLES OF INCORPORATION Of

# The 1971 DEOMI Foundation, Inc. (A Florida Nonprofit Corporation)

The undersigned, acting as incorporator of a corporation under the Florida non-profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

# **ARTICLE I**

# Name

The name of the corporation shall be The 1971 DEOMI Foundation, Inc.

# **ARTICLE II**

#### Principal Office

The principal place of business and mailing address of this corporation shall be:

Principal Place of Business c/o Kendall T. Moore, Esquire 895 Barton Boulevard, Suite B Rockledge, Florida 32955

Mailing Address c/o Dr. Richard O. Hope 30 York Road Pennington, New Jersey 08534

#### **ARTICLE III**

#### **Duration**

The period for which the Corporation is organized shall be perpetual.

#### **ARTICLE IV**

#### **Exempt Purpose**

The Corporation is organized and shall operate as an exempt charitable organization within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or similar provision of any future revenue law) (the "Code") without profit to any officer or director and the Corporation.

#### ARTICLE V

#### Specific Purposes

The Corporation is incorporated under the laws of Florida specifically for charitable and educational purposes, and for intellectual support of equal opportunity education and Defense Equal Opportunity Management Institute interests, specifically:

- a) To solicit, receive, administer and donate funds and property for the encouragement, support and furthering of the traditions of the Defense Equal Opportunity Management Institute, located in Brevard County, Florida, and the capabilities of the said Defense Equal Opportunity Management Institute to carry out its mission of providing professional education in equal opportunity and related subjects to military and civilian personnel of the Department of Defense and other government agencies.
- b) For the improvement and beautification of the physical facilities of the said Defense Equal Opportunity management Institute, and
- c) To administer, manage and conduct the affairs of the Defense Equal Opportunity Management Institute Alumni Association, a Division of the Foundation.

#### ARTICLE VI

#### Membership

The Corporation shall not have any members.

### **ARTICLE VII**

#### Directors

The number of directors constituting the initial board of directors is six (6). The names and addresses of the persons who are to serve as the initial directors of the Corporation are as follows:

Dr. Richard Hope, 30 York Road, Pennington, NJ 08534 Eugene Johnson, 531 1st Avenue, Satellite Beach, Florida 32937 Kelly Thayer, 1221 Rock Springs Drive, Melbourne, Florida 32940 Frank Miller, 2295 Summerbrook Street, Melbourne, Florida 32940 Lanette Ouellette, 4950 Oaklefe Court, Viera, Florida 32955-6536 Leslie Jones, 2725 Judge Fran Jamieson Way, Viera, Florida 32940

The initial directors shall serve until the first annual meeting. The method of election for future directors is as stated in the bylaws.

#### ARTICLE VIII

#### **Prohibitions**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 distribution in furtherance of the purposes of the Corporation set forth in Articles IV and V 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 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 by a corporation exempt from federal income tax under Section 501 (c)(3) of the Code by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

#### **ARTICLE IX**

#### Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Code, as the Board of Directors shall determine.

#### ARTICLE X

# Registered Agent and Office

The name of the Corporation's initial registered agent and the street address of the initial registered office in Florida is Kendall T. Moore, Esquire, 895 Barton Boulevard, Suite B, Rockledge, Florida 32955.

#### ARTICLE XI

#### Incorporator

The name and address of the Incorporator is Kendall T. Moore, Esquire, 895 Barton Boulevard, Suite B, Rockledge, Florida 32955.

## **ARTICLE XII**

# Fiscal Year

The fiscal year of the Corporation shall be the calendar year.

# **ARTICLE XIII**

# Indemnification

Each person who was or is made a party or is threatened to be made a party to or is involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she, or a person of who he or she is the legal representative, is or was a director or officer of the corporation or while a director of the Corporation is or was serving at the request of the Corporation as a director, officer, partner, trustee, employee or agent of another corporation or of a partnership, joint venture, trust or incorporated or unincorporated enterprise, including service with respect to employee benefit plans or trusts, whether the basis of such proceeding is alleged action or inaction in an official capacity as a director, officer partner, trustee, employee or agent or in any other capacity while serving as a director, officer, partner, trustee, employee or agent shall be indemnified and held harmless by the Corporation to the fullest extent authorized by the Florida's Corporation Act as the same exists or may hereafter be amended and pursuant to the Corporation's bylaws as such bylaws may be amended.

Dated: June 23, 2011

Dated: June 23, 2011

# ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby 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: June 23, 2011

Kendall T. Moore, Registered Agent

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