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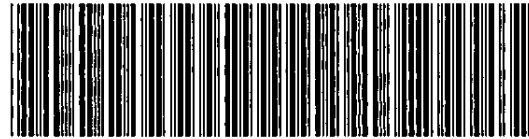
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CLERK OF STATE
TALLAHASSEE, FLORIDA

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APPROVED

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COVER LETTER

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

SUBJECT: SpaceCoast Leathernecks M/C, 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: Steven Hamilton

Name (Printed or typed)

5488 Duskywing Drive

Address

Viera, Florida, 32955

City, State & Zip

(321) 536-2710

Daytime Telephone number

hamilton80@earthlink.net ✓

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
SPACECOAST LEATHERNECKS M/C, INC.**

Article 1 - Organization Name

The organization shall be called the SpaceCoast Leathernecks M/C, Inc.

Article 2 - Principal Office

The address of the principal office of this Corporation is 461 Forrest Avenue, Suite 105, Cocoa, Florida 32922.

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PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 3 - Purpose of Corporation

The Corporation is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, 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 United States Internal Revenue law.

Article 4 - Prohibitions

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 exempt purposes set forth in Article 3 hereof.

No substantial part of the activities of the Corporation shall be 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 for 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.

Article 5 - Officers and Directors

The Officers shall be elected by a majority vote of the Members of this Corporation as provided in the By Laws. The Directors will be appointed by the elected Officers of the Corporation. The Officer and Directors of the Corporation shall be:

Title: President – Director
Name: Jim Fiers
Address: 1277 Ashboro Circle SE
City, State, Zip: Palm Bay, Florida 32909

Title: Vice President – Director
Name/Title: Truitt Johnson
Address: 6025 Cannon Avenue
City, State, Zip: Port St. John, Florida 32927

Title: SAA – Director
Name/Title: Brian Teek
Address: 1196 Winding Meadows Road
City, State, Zip: Rockledge, Florida 32955

Title: Treasurer – Director
Name/Title: Bill Barton
Address: 2138 Oaklyn Street
City, State, Zip: Palm Bay, Florida 32909

Title: Secretary – Director
Name/Title: Tim Street
Address: 862 Thrasher Drive
City, State, Zip: Rockledge, Florida 32955

Title: Recruitment Officer – Director
Name/Title: Steve Hamilton
Address: 5488 Duskywing Drive
City, State, Zip: Viera, Florida 32955

SECRETARY OF STATE
PALM BEACH COUNTY, FLORIDA

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Article 6 - Term of Existence

This Corporation shall have perpetual existence.

Article 7 - Capital Stock

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

Article 8 - Qualification of Membership

All Active Duty, Reserve, Retired and Former Members of the United States Marine Corps and United States Navy FMF Corpsman who were Honorably Discharged or; discharged with a General Discharge under Honorable Conditions are eligible for membership.

Article 9- Voting Rights

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

Article 10 - Liabilities for Debts

Neither the Members nor the Directors or Officers of the Corporation shall be liable for the debts of the Corporation.

Article 11 - Effective Date

These Articles of Incorporation shall be effective immediately upon approval by the Secretary of State, State of Florida.

Article 12 - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

Article 13 - 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 14 - Indemnification

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation, against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding.

The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee, or agent of the Corporation, against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee, or agent, as the case may be, is permissible in the circumstances because the director, officer, employee, or agent has met the standard of conduct set forth by the board of directors.

The indemnification and advancement of attorney fees and expenses for directors, officers, employees, and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee, or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee, or agent of another foreign or "domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation.

The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee, or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding.

The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee, or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law.

All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee, or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee", and "agent" shall include the heirs, estates, executors, administrators, and personal representatives of such persons.

Article 15 - Registered Agent

The name and address of the registered agent of this Corporation is:

Name: Steve Hamilton
Address: 5488 Duskywing Drive
City, State, Zip: Viera, Florida 32955

Article 16 - Incorporator

The name and address of the incorporator of this Corporation is:

Name: Jim Fiers
Address: 1277 Ashboro Circle SE
City, State, Zip: Palm Bay, Florida 32909

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

S. J. Hamilton 8/11/11
Required Signature of Registered Agent Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Jim Fiers 8/11/11
Required Signature of Incorporator Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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