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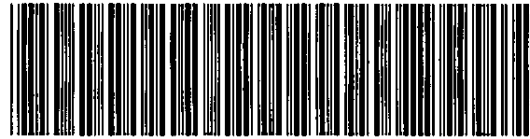
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COVER LETTER

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

SUBJECT: MENS AUXILIARY V.F.W. POST 10097, INC.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are 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 of
Status

ADDITIONAL COPY REQUIRED

FROM RONALD A. MORELLO
Name (Printed or typed)

17770 PINE RIDGE ROAD
Address

FORT MYERS BEACH, FL 33931
City, State & Zip

239-989-2221
Daytime Telephone number

vfw10097@embarqmail.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
MENS AUXILIARY V.F.W. POST 10097, INC.
A Florida Non-Profit Corporation**

The undersigned incorporator to the Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the **State of Florida**.

ARTICLE I. NAME

The name of this corporation shall be **MENS AUXILIARY V.F.W. POST 10097, INC.**

ARTICLE II. PURPOSE

The general purpose and plan of operation of this corporation shall be **SEE ATTACHED MISSION STATEMENT.**

ARTICLE III. MANNER OF ELECTION OF DIRECTORS

Initially, directors shall be appointed by the Incorporator(s) Thereafter, directors shall be elected by a majority of the then current Board of Directors.

The terms of admission and qualification for membership in this corporation shall be by application, written or oral and approved by appointment by the Chief Executive Officer. Any person desiring to aid this corporation and interested in addressing the spiritual, educational, and social needs of this community is eligible to become a member of the board of directors.

ARTICLE IV. DURATION

The corporation shall have perpetual existence.

14 AUG 28 AM 8:23
SECRETARY
FELIX A. S. C. E. L. P. M. B. A.

MISSION STATEMENT
DEPARTMENT OF FLORIDA, VETERANS OF FOREIGN WARS
MENS AUXILIARY RULES

ADOPTED BY THE COUNCIL OF ADMINISTRATION
Revised ~ June 2009

The following information may be referred to when establishing a Men's Auxiliary in the State of Florida.

OBJECTS: The objects of the Men's Auxiliary shall be fraternal, patriotic, historical and educational, to assist the Posts and members thereof of the Veterans of Foreign Wars of the United States, and its own members whenever possible; to maintain true allegiance to the Government of the United States of America and fidelity to the Constitution and Laws; to foster true patriotism; to maintain and extend the institution of American freedom and equal rights and justice to all men and women; and to preserve and defend the United States of America from all her enemies whosoever.

FORMATION: A Post may, with the approval of two-thirds (2/3) of the Post membership present at a regular or special meeting, after due notice of proposed formation having been given to the entire membership of the Post, in writing, at least one week prior to such meeting, authorize the establishment of a Men's Auxiliary. The initial expense to establish a Men's auxiliary will be borne by the VFW Post who sponsors the unit.

Each Men's Auxiliary shall be assigned the name of the Post with which it is affiliated and subject to the control of the Post whose name and number it bears. Once the Post has approved the establishment of a Men's Auxiliary Unit it is highly recommended the Post amend their by-laws to allow the new subordinate unit.

A Men's Auxiliary may be formed by not less than twenty-five (25) persons eligible to membership in the Men's Auxiliary in accordance with the National by-laws of the Veterans of Foreign Wars of the United States. The Post Reviewing Committee will determine eligibility of all prospective members and the Post will vote on each applicant for membership.

1. **Eligibility.** Membership in the Men's Auxiliary to the Veterans of Foreign Wars shall be limited to husbands, widowers, fathers, grandfathers, sons, grandsons, brothers and half-brothers (who attain the status prior to age sixteen (16) of persons who were or are eligible for membership in the Veterans of Foreign Wars of the United States). Members must not be less than sixteen (16) years old. All persons at the time of application and before being accepted for membership shall provide proof of eligibility. The eligibility record shall remain on file and become a permanent record of the unit. Men eligible for membership in the Veterans of Foreign Wars of the United States shall not be eligible for membership in the Men's Auxiliary.

ARTICLE V. DIRECTORS OR OFFICERS OF THE CORPORATION

RONALD A. MORELLO	PRESIDENT
JEFF A. RAWLINGS	TRESURER
DALE E. MANGIONE	VICE PRESIDENT

ARTICLE VI. PRINCIPAL OFFICE

The principal office of this corporation shall be located at **17770 PINE RIDGE ROAD, FORT MYERS BEACH, FL 33931** and the post office address of **17770 PINE RIDGE ROAD, FORT MYERS BEACH, FL 33931**.

ARTICLE VII. REGISTERED OFFICE AND AGENT

The registered office of the corporation shall be at **17770 PINE RIDGE ROAD, FORT MYERS BEACH, FL 33931** and the name of the initial registered agent is, **RONALD A. MORELLO**, at such address is **17770 PINE RIDGE ROAD, FORT MYERS BEACH, FL 33931**. Either the registered office or the registered agent may be changed in a manner provided by law.

ARTICLE VIII. INCORPORATOR (S)

The said name and address of Incorporator shall be:

RONALD A. MORELLO.

ARTICLE IX. REGULATION OF BUSINESS

In furtherance of and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

1. Management. Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Bylaws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the articles of incorporation or amendment thereto, or by the Bylaws as constituted from time to time.
2. Officers. The corporation shall have such officers as may from time to time be provided in the Bylaws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the Bylaws or as may be determined from time to time by the Board of Directors subject to the Bylaws.
3. Contracts. No contract or other transaction between the corporation and any other firm, association, or corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in or is a member, director, or officer or are members, directors, or officers of such firm or corporation and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the corporation or in which the corporation is interested; and no contract, act, or transaction of the corporation with any person, firm, association, or corporation shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act, or transaction or in any way connected with such person, firm, association, or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the

benefit of himself or herself or any firm, association, or corporation in which he or she may in any way be interested.

4. Notwithstanding Clause. Notwithstanding any other provision of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501 (c) (3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501 (c) (3) or corresponding provisions of any subsequent tax laws. Inurement Clause. No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee, director, or officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of organization.
5. Political/Legislative Clause. No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except otherwise provided by IRC 501 (h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidates for public office.

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law.

ARTICLE XI. DISSOLUTION

In the event of dissolution, all of the remaining assets and property of the organization shall after payment of necessary expenses thereof be distributed to such

organizations as shall qualify under section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government or State or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Florida.

In Witness Whereof, the undersigned has hereunto set their hands on this

8 day of 22 2014.



NAME: RONALD A. MORELLO
7220 HENDRY CREEK
FORT MYERS, FL 33908
239-989-2221



NAME: JEFF A. RAWLINGS
1739 BIKINI COURT
CAPE CORAL, FL 33904
(239) 707-0150




NAME: DALE E. MANGIONE
9720 PINEAPPLE PRESERVE CT.
FORT MYERS, FL 33908
(239) 823-7210

**CONSENT FOR REGISTERED AGENT FOR
MENS AUXILIARY V.F.W. POST 10097, INC.
A Florida Non-Profit Corporation**

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

Dated: 8-22 2014


NAME: RONALD A. MORELLO
7220 HENDRY CREEK
FORT MYERS, FL 33908
239-989-2221

AUG 28 AM 8:23
STATE
CLERK
OFFICE
FORT MYERS
FLORIDA