

COVER LETTER

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

SUBJECT: United Veterans of America, 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: Clark A. Stillwell, Esquire
Name (Printed or typed)

320 US Highway 41 South
Address

Inverness, Florida 34450
City, State & Zip

352-726-6767
Daytime Telephone number

caslaw@tampabay.rr.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
UNITED VETERANS OF AMERICA, INC.

15 SEP -8 PM 2:29
M. J. ...

The undersigned, acting as incorporator of this corporation pursuant to Chapter 617 of the Florida Statutes, hereby forms a corporation not for profit under the laws of the state of Florida and adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be United Veterans of America, Inc. (the "Corporation").

**ARTICLE II - ADDRESS OF PRINCIPAL OFFICE
AND MAILING ADDRESS OF CORPORATION**

The address of the principal office of the Corporation is 3897 West Homosassa Trail, Hernando, Florida 34442, and the mailing address of the Corporation is 3897 West Homosassa Trail, Hernando, Florida 34442.

ARTICLE III - MEMBERS

There shall be one sole (1) member(s) of the Corporation Paul Hertensen.

ARTICLE IV - PURPOSES AND POWERS OF CORPORATION

A. The Corporation is organized exclusively for charitable, scientific, literary and educational purposes in order to carry out the purposes of the Corporations Board, including, for all such purposes, making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as amended, or such corresponding section of any future federal tax code (hereinafter referred to as the "Code") and to governmental agencies for

public purposes. To the extent consistent with the preceding sentence and permissible under Florida law, the purposes of the Corporation shall be the promotion of veterans of the United States military service benefits and rehabilitation by charitable fund raising and reinvestment of such into needed military veterans. The initial primary purpose of the corporate body is to provide for an all-purpose military veterans recreation facility in Sumter County, Florida with emphasis on disabled military veterans.¹

B. The Corporation shall be authorized to carry out any and all acts and to exercise any and all corporate powers which may now or hereafter be lawful under the laws of the State of Florida to the extent applicable to corporations not for profit and that are not inconsistent with these Articles of Incorporation.

C. Notwithstanding anything contained in these Articles of Incorporation to the contrary, the following provisions shall apply:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes set forth in this Article IV.

2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign (including publishing or distributing statements) on behalf of or in opposition to any candidate for public office.

¹ For purpose of these articles, the term veterans shall include first responders.

3. Notwithstanding any other provision of these Articles of Incorporation, 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 Code Section 501(c)(3), or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2).

ARTICLE V - BOARD OF DIRECTORS

All corporate power shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of, the Corporation's Board of Directors. The Board of Directors of the Corporation shall assume office in the manner and for the terms provided in the Bylaws. The number of directors shall be as set forth in the Bylaws, and the Board of Directors shall at all times consist of not less than three (3) and not more than nine (9) Directors.

**ARTICLE VI - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 320 US Highway 41 South, Inverness, Florida 34450, and the name of the initial registered agent of the Corporation at that address is Clark A. Stillwell. The Board of Directors may from time to time designate a new registered office and registered agent approval of the Board of Directors.

ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Paul Hertensen	3897 West Homosassa Trail Hernando, Florida 34442

ARTICLE VIII - TERM OF EXISTENCE

The Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Secretary of State.

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ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, including the indemnification of the member.

ARTICLE X - DISSOLUTION OF CORPORATION


Upon the dissolution of the Corporation, after the payment or provision for the payment of all of the liabilities of the Corporation, all of the assets of the Corporation shall be distributed to either (1) to a subdivision of the state of Florida (or the state of Florida), for a public purpose, or (2) for one or more exempt purposes to an organization described in Section 501(c)(3) and whose income is also excludable from gross income pursuant to Code Section 115(1). In no event, however, may the assets to be disposed of be distributed to or for the benefit of any director, officer or other private person, other than as reasonable payment for services rendered by such person.

ARTICLE XI - AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended, repealed or altered, in whole or in part, by a vote of the member(s) and a vote of seventy-five percent (75%) of the full Board of Directors of the Corporation, at any regular or special meeting of the member(s) and Board called for such purpose in accordance with the provisions of the Bylaws.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation this 4th day of September, 2015.

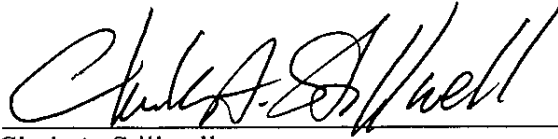
UNITED VETERANS OF AMERICA, INC.

By: 
Paul Hertensen

Date: September 4, 2015

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 617.0503 of the Florida Statutes.



Clark A. Stillwell

Date: Sept. 4, 2015

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RECEIVED
FLORIDA SECRETARY OF STATE