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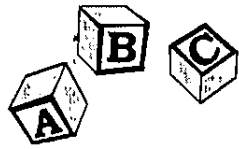
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Orange Park, FL 32073  
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August 23, 2015

Secretary of State  
Corporation Division  
The Capitol  
Tallahassee, FL 32304

RE: Articles of Incorporation  
2016 National Convention of The Fleet Reserve  
Association and Ladies Auxiliary, Inc. - a Non-Profit Corporation

Dear Secretary:

Enclosed please find the original and one fully conformed copy of the Articles of Incorporation of the above captioned corporation, together with our check in the amount of \$78.50 to cover the filing of same.

Please return the Certified Copy of the Amended Articles to the undersigned as soon as possible.

Sincerely,

  
NORMA E. LYON

NEL/tbs

Encl.

**ARTICLES OF INCORPORATION**  
**OF**  
**2016 NATIONAL CONVENTION OF**  
**THE FLEET RESERVE ASSOCIATION**  
**AND LADIES AUXILIARY, INC.**

A Non-profit Corporation

The undersigned incorporators of these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME & ADDRESS**

The name of this corporation is **2016 National Convention of the Fleet Reserve Association and Ladies Auxiliary, Inc.**, 5391 Collins Road, Jacksonville, Florida, 32073.

**ARTICLE II. DURATION**

The period of duration is from the date of incorporation until December 31, 2016.

**ARTICLE III. PURPOSE**

This corporation is organized to plan, arrange for, and to hold the 2016 National Convention of the Fleet Reserve Association and Ladies Auxiliary, Inc., a Veterans organization, without gain or profit to the corporation or any of its officers or directors. The corporation shall be organized and operated as a non-profit War Veterans organization in accordance with Section 501(c) (19) of the Internal Revenue Code of 1986, as amended ("Code").

This corporation shall be able recruit, refer and place like minded individuals who are willing to assist, serve or contribute to the planning of the convention.

Notwithstanding anything to the contrary herein contained, this1

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corporation shall have the power to do any and all incidental acts and things and to exercise any and all other powers which a partnership or natural person doing business on a non-profit basis could do or exercise as may be authorized by law, and shall possess such general and additional powers as are conferred by the laws of the State of Florida upon non-profit corporations which are likewise and similarly organized, subject to the provisions of Section 501(c)(19) of the Internal Revenue Code of 1986, as amended; provided, however, that this corporation shall be operated exclusively for the attainment of its stated objectives and shall not carry on any activity not permitted to be carried on by a corporation exempt from Federal and State taxation.

#### **ARTICLE IV. NON-STOCK BASIS**

This corporation is organized upon a non-stock basis, and this corporation shall not issue shares of stock.

#### **ARTICLE V. MEMBERSHIP**

This Corporation shall have no members other than the Board of Directors.

#### **ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The Resident Agent for this corporation duly organized and existing under the laws of the State of Florida, with its principal office, as indicated in these Articles of Incorporation at City of Jacksonville, County of Duval, State of Florida, has named **SANDRA L. ROBBINS**, 2712 Holly Ridge Drive, Orange Park, Florida, 32073-6515, as its agent to accept service of process within the State.

#### **ARTICLE VI. BOARD OF DIRECTORS**

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have four (4) directors initially. The number of directors may be increased from time to time, by the By-Laws,

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but shall never be less than four (4), nor more than ten (10).

Section 2. The Board of Directors shall be the only members of the corporation.

Section 3. The Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

Section 4. The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the Corporation are:

JAMES E. ROBBINS, JR.	2712 Holly Ridge Drive Orange Park, Florida 32073
SANDRA L. ROBBINS	2712 Holly Ridge Drive Orange Park, Florida 32073
JOHN D. SCHNUPP	7626 McCowan Drive Jacksonville, Florida 32244
FRANK M. ANDREWS	5360 Chestnut Lake Drive Jacksonville, Florida 32258

#### **ARTICLE VII. INCORPORATORS**

The name and address of the person signing these Articles is:

SANDRA L. ROBBINS	2712 Holly Ridge Drive Jacksonville, Florida
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#### **ARTICLE IIX. OFFICERS**

Section 1. The officers of the Corporation shall be a President, Vice President, Secretary and Treasurer, and such other officers as may be provided in the By-Laws.

Section 2. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

<b>PRESIDENT/ DIRECTOR</b>	<b>JAMES E. ROBBINS, JR.</b>	2712 Holly Ridge Drive Orange Park, FL 32073
<b>VICE PRES./ DIRECTOR</b>	<b>SANDRA L. ROBBINS</b>	2712 Holly Ridge Drive Orange Park, FL 32073

**SECRETARY/  
DIRECTOR**

**JOHN D. SCHNUPP**

7626 McCowan Drive  
Jacksonville, FL 32244

**TREASURER/  
DIRECTOR**

**FRANK M. ANDREWS**

5360 Chestnut Lake Drive  
Jacksonville, FL 32258

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

#### **ARTICLE IX. BY-LAWS**

Section 1. The Board of Directors of this Corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the By-Laws may be amended, altered, or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

#### **ARTICLE X. POWERS**

Consistent with Section 501(c)(19) of the Internal Revenue Code of 1986, as amended, and with Florida Statute 617, and at all times, and notwithstanding the merger, consolidation, reorganization, termination, dissolution, or winding up of this corporation, voluntary or involuntary, or by operation of law:

A. The corporation shall not possess or exercise any power or authority either expressly, by interpretation, or by operation of the law that will or might prevent it at any time qualifying and continuing to qualify as a corporation described in Section 501(c)(19) of the Internal Revenue Code of 1986, as amended, contributions to which are deductible for Federal Income Tax purposes; nor shall it engage directly or indirectly in any activity which might cause the loss of such qualification;

B. No part of the assets or net earnings of this corporation shall ever be used, nor shall this corporation ever be organized for the purposes which are

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not exclusively within the meaning of Section 501(c)(19) of the Internal Revenue Code of 1986, as amended;

C. This corporation shall never be operated for the primary purpose of carrying on trade or business for profit;

D. No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall it participate or intervene in any matter, or to any extent, in any political campaign on behalf of any candidate for public office, whether by publishing or distributing statements or otherwise;

E. This corporation shall never discriminate against any person or persons upon the basis of race, color, creed, religion, sex or age;

F. At no time shall this corporation engage in any activity which is unlawful under the laws of the State of Florida, of the United States of America, or any transaction prohibited by the Internal Revenue Code of 1986, as amended;

G. No compensation, loan or other payment shall be paid or made to any officer, director, incorporator, or any substantial contributor to the corporation unless such payment is permissible as reasonable compensation for services rendered to the corporation and/or as a reasonable allowance for authorized expenditures incurred on behalf of the corporation; and no part of the assets or net earnings, current or accumulated, of this corporation shall ever be distributed to or divided among any such person, or inure, to be used for, accrue to or benefit any such person or any private individual;

H. No solicitation of contributions of this corporation shall be made, and no gift, bequest or devise to the corporation shall be accepted upon any condition or limitation which, in the opinion of the corporation, may cause the corporation to lose its exemption from payment of Federal and/or State Income

Taxes;

I. This corporation may be dissolved only pursuant to the agreement of the Board of Directors. Upon the dissolution or winding up of this corporation, its assets which remain, if any, after payment, or provision for payment, or all debts and liabilities of the corporation satisfied, shall be distributed to a Not For Profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(19) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax Laws.

#### **ARTICLE XI. AMENDMENTS**

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the By-Laws, of intention to submit such amendments.

#### **ARTICLE XII. LOCATION**

The location of this Corporation is 5391 Collins Road, Jacksonville, Florida, 32244, with a mailing address of 5391 Collins Road, Jacksonville, Florida 32244.

#### **ARTICLE XIII. DISSOLVING THE CORPORATION**

The corporation is authorized upon its dissolution of incorporation, the assets shall first be applied toward the payment of all liabilities and obligations of the corporation, then any assets remaining in the corporation, upon condition requiring return, transfer or conveyance upon dissolution shall be returned, transferred or conveyed in accordance with such requirements, and any



remaining assets shall be transferred to the Fleet Reserve Association, Alexandria, Virginia, if such organization is in existence and is exempt from tax under Sections 501 (c) (4) or 501 (c) (19) of the Code, or its successor statute. Should the above named association not be in existence or not then be exempt, then such remaining assets shall be distributed to a war veterans organization exempt from income tax under Sections 501(c) (4) or 501 (c) (19) of the Code.

#### **ARTICLE XIV. INDEMNIFICATION**

This Corporation shall indemnify any and all persons who may serve or who have served at any time as Directors or Officers, or who, at the request of the Board of Directors of the Corporation, may serve or at any time have served as Directors or Officers of another Corporation in which the Corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, quit or proceeding in which they, or any of them, are made parties, or a party, of which may be asserted against them or any of them, by reason of being or having been Directors or Officers or a Director or Officer of the Corporation, or of such other Corporation, except in relation to matters as to which any such Director or Officer or former Director or Officer or person shall be adjudged in any action, suit or proceeding to be liable for their own negligence or misconduct in the performance of their duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under the law, by-law, agreement, vote of the stockholders, or otherwise, and the Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**IN WITNESS WHEREOF**, the undersigned subscribing incorporator has hereunto set her hand and seal, this 6 day of October, 2015, A. D., for the purpose of forming this corporation under the laws of the State of Florida.

  
**SANDRA L. ROBBINS**

STATE OF FLORIDA }  
COUNTY OF DUVAL }

BEFORE ME, a Notary Public duly authorized in the State and County named above to take oaths and acknowledgments, personally appeared **SANDRA L. ROBBINS**, to me personally known or who produced a Florida Driver's License, as the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who did take an oath before me that she executed and subscribed to these Articles of Incorporation.

  
NOTARY PUBLIC



**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY  
BE SERVED**

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Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

**2016 National Convention of the Fleet Reserve Association and Ladies Auxiliary Fleet Reserve Association National Convention, Inc.,** desiring to organize under the laws of the State of Florida, with its' principal office, as indicated in the Articles of Incorporation of 5391 Collins Road, Jacksonville, Florida, 32244, has named **SANDRA L. ROBBINS, 2712 Holly Ridge Drive, Orange Park, Florida, 32073**, as its agent to accept service of process within the State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
**SANDRA L. ROBBINS**  
Registered Agent

DATED: 10/6/2015