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TIMOTHY SCHULER  
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Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Operation Home Shores, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
OPERATION HOME SHORES, INC.**

We, the undersigned, natural persons of the age of 18 years or more, acting as incorporators of a corporation not-for-profit, adopt the following Articles of Incorporation for such corporation not-for-profit pursuant to Chapters 617 and 607 of the Florida Statutes.

**ARTICLE 1: NAME AND MAILING ADDRESS**

The name of this Corporation is OPERATION HOME SHORES, INC. and its principal office or mailing address is 13257 Cumberland Drive, Largo, Florida 33773.

**ARTICLE 2: CORPORATE PURPOSE**

2.01 The general purpose for which this Corporation is organized is to possess all rights, privileges and immunities, and enjoy all the benefits and powers granted to Corporations not for profit under the laws of the State of Florida, and the United States of America.

2.02 Notwithstanding the foregoing, and to supercede the same where in conflict, the specific purpose for which this Corporation is formed is exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code, or any corresponding section of any future federal tax code, as they may specifically pertain to charitable and educational opportunities for military personnel.

2.03 In furtherance of these purposes, the Corporation is organized and shall be operated exclusively for the purposes of:

- A. Providing opportunities for military personnel, both United States active duty, honorably discharged or retired, and allied nation peers assigned to duty in the United States, to (1) become better educated as to their respective cultural similarities and differences, and (2) develop relationships and share knowledge, ideas and interests through the experience of outdoor recreation such as fishing, hunting and shooting sports.
- B. Advancing the education of members, supporters and the public concerning the unique issues of military personnel and general military life; and, providing opportunities for the public to interact with military personnel; eliminating prejudice and discrimination, and advocating understanding among all.
- C. Assisting military personnel in need of the basic necessities of life.

- D. Providing wounded veterans an outlet for rehabilitation through the experience of outdoor recreation such as fishing, hunting and shooting sports.

### **ARTICLE 3: NON-PROFIT STATUS**

The Corporation shall have no capital stock and shall declare no dividends, and the profits, or other income, if any, of the Corporation, from whatever source, shall be used solely in promoting the purpose thereof, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise, in any manner of profit to the Directors, Officers, or Members of this Corporation. However, nothing herein shall prohibit the payment in good faith of reimbursement to any Director, Officer, or Member for out of pocket expenses or reasonable compensation for services actually rendered on behalf of the Corporation.

### **ARTICLE 4: DURATION OF CORPORATE EXISTENCE**

The Corporation shall have perpetual existence. Corporate existence shall commence on the date of filing of these Articles.

### **ARTICLE 5: DISPOSITION OF ASSETS UPON DISSOLUTION**

In the event of dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, shall dispose of all of the assets of the Corporation exclusively for such purposes and to such entities as are authorized for corporations exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the Corporation is then located exclusively for such purposes.

### **ARTICLE 6: MEMBERS**

6.01 **Eligibility.** Membership shall be open to all natural persons over the age of 18 years who are interested in furthering the purposes of this Corporation as set forth in Article 2. Membership status shall be determined by the Board of Directors in the adoption of Bylaws and Amendments thereto from time to time and may embrace the qualifications for active, inactive, honorary, sustaining and lifetime membership and establish membership fees therefor.

6.02 **Dues.** Dues for the various classes of membership shall be determined from time to time by the Board of Directors in the adoption of Bylaws and Amendments thereto.

6.03 **Meeting.** Membership meetings shall be held as scheduled and notice shall be given each member in advance of such meeting as determined by the Board of Directors in the adoption of Bylaws.

**ARTICLE 7: SUBSCRIBERS**

The names and residences of the subscribers to these Articles of Incorporation who constitute the founding members of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Gianpietro Di Bella	13257 Cumberland Drive Largo, FL 33773
Robert D. Snead	509 N. Cleveland Avenue Fort Meade, FL 33841
Richard T. Hancock	17503 Cranbrook Drive Lutz, FL 33549

**ARTICLE 8: BOARD OF DIRECTORS**

8.01 Defined. The Corporation shall be governed by a Board of Directors each of whom shall be members of the Corporation and shall be elected by the membership in the manner provided for in the Bylaws. The Board of Directors may be increased or decreased as provided in the Bylaws but in no case shall the number of Directors be less than three.

8.02 Term. Directors shall hold their offices for three years, on staggered terms, or such other period as the Bylaws shall determine and shall serve until their successors are elected and qualify.

8.03 Number. The number of Directors constituting the initial Board of Directors are three (3) persons and the names and addresses of the persons who are to serve as initial Directors until the first annual meeting of the Corporation and the election and qualification of their successors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Gianpietro Di Bella Initially a 3 year term	13257 Cumberland Drive Largo, FL 33773
Robert D. Snead Initially a 2 year term	509 N. Cleveland Avenue Fort Meade, FL 33841
Richard T. Hancock Initially a 1 year term	17503 Cranbrook Drive Lutz, FL 33549

## **ARTICLE 9: OFFICERS**

9.01 **Defined.** The affairs of the Corporation shall be managed by a president, a vice president, a secretary and treasurer who shall perform the usual functions of said offices together with such additional officers as may be from time to time constituted and appointed by the Board of Directors or as may be provided in the Bylaws.

9.02 **Election.** Officers of the Corporation shall be elected by the Board of Directors at annual meetings of the Board of Directors. All officers shall continue to serve until the election of their successors.

9.03 **Initial.** The names and addresses of the officers who are to serve until the first annual meeting of the Directors are:

<b><u>OFFICER</u></b>	<b><u>TITLE</u></b>	<b><u>ADDRESS</u></b>
Gianpietro Di Bella	Director/President	13257 Cumberland Drive Largo, FL 33773
Robert D. Snead	Director/Vice-President	509 N. Cleveland Avenue Fort Meade, FL 33841
Richard T. Hancock	Director/Secretary/ Treasurer	17503 Cranbrook Drive Lutz, FL 33549

9.04 **Vacancies.** Any vacancy appearing in any office prior to the first annual meeting of the Board of Directors shall be filled by action of the Board of Directors and any vacancy occurring after the first annual meeting shall be filled in accordance with the Bylaws.

## **ARTICLE 10: ACCEPTANCE OF GIFTS, DEVISES AND BEQUESTS; APPLICATION THEREOF**

10.01 The officers or Directors of the Corporation may accept on its behalf any designated contribution, gift or devise consistent with the general purposes of the Corporation. Where consistent with the needs of the Corporation designated contributions by donors will be accepted and designations honored as to special funds, purposes or uses. The Corporation at all times reserves all rights over, interest in and control of such contributions in the full discretion as to the ultimate expenditure or distribution of the contribution in satisfaction of any specified fund, purpose or use. The Corporation shall, at all times, have full control over all donated funds and discretion as to their use so as to ensure that all contributions will be used to carry out its purposes as set out in Article 2. In the event the Corporation shall be beneficiary of any gift, devise or bequest, subject to conditions subsequent with respect to the administration or alienation of said property, the Corporation shall,

at all times, act in a manner consistent with such conditions and the purposes to be served by such conditions.

#### **ARTICLE 11: ADOPTION AND AMENDMENT OF BYLAWS**

The Bylaws of the Corporation shall be as adopted by the first Board of Directors. The Bylaws may thereafter be amended by a two-thirds vote of the Board of Directors at any regular or special meeting thereof provided that notice of such meeting containing the text of the proposed Bylaw amendment is furnished to each Director at least five days prior to such meeting. Such Bylaws may also be made, altered, or rescinded upon a majority vote of the Members of the Corporation present and voting at any regular or special business meeting called for that purpose. All Bylaw amendments made by the Board of Directors must be furnished to the Members within ten (10) days of adoption by the Board, and shall be deemed ratified by the Members if no action is taken by them to alter or rescind the amendments within 20 days after notice is provided to them. Notice is deemed effective upon certification by the Corporate Secretary that the amendments have been placed in the mail, or sent by facsimile or electronic mail.

#### **ARTICLE 12: AMENDMENT OF ARTICLES OF INCORPORATION**

12.01 By Directors. Amendments of the Articles of Incorporation shall be proposed by majority vote of the Board of Directors and shall be subject to ratification and approval by two-thirds of the membership voting at any regular or special meeting in which a quorum is present, provided that written notice of such meeting containing the text of the proposed amendments be furnished each member not less than ten days prior to such meeting.

12.02 By Members. Amendments may be proposed by any member and may be considered at the annual or any regular meeting of the membership, provided that written notice of any such amendment or amendments shall be given in writing to all members at least ten days prior to the meeting at which such amendment or amendments is or are to be considered. An amendment shall be adopted by a two-thirds vote of the members voting, a quorum being present.

#### **ARTICLE 13: LIMITATION ON POWERS**

13.01 Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

13.02 Specifically, this organization shall:

- A. Absolutely refrain from participating in the political campaigns of candidates for local, state or federal office.

- B. Absolutely ensure that its assets and earnings do not unjustly enrich board members, officers, key management employees, or other insiders.
- C. Not further non-exempt purposes (such as purposes that benefit private interests) more than insubstantially.
- D. Not operate for the primary purpose of conducting a trade or business that is not related to its exempt purpose(s).
- E. Not engage in activities that are illegal or violate fundamental public policy.
- F. Restrict its legislative activities.

**ARTICLE 14: REGISTERED AGENT**

The Corporation's initial registered agent maintains an office at 9075 Seminole Boulevard, Seminole, Florida 33772, and the registered agent thereat shall be Timothy C. Schuler, Esquire.

IN WITNESS WHEREOF, the undersigned have (has) executed these Articles of Incorporation this 18<sup>th</sup> day of November, 2015.

  
GIANPIETRO DI BELLA

  
ROBERT D. SNEAD

  
RICHARD T. HANCOCK

"INCORPORATORS"

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**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED to accept service of process for the above stated nonprofit corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 19<sup>th</sup> day of November, 2015.



TIMOTHY C. SCHULER, Registered Agent