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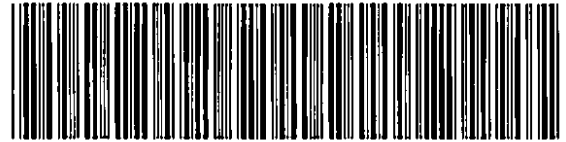
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TALLAHASSEE, FLORIDA  
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D. O'KEEFE  
MAR 15 2022

W22-33925

## COVER LETTER

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

SUBJECT: American Legion National Convention Corporation of Florida  
(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: Stuart Scott  
Name (Printed or typed)

7111 GIBBS DR  
Address

\_\_\_\_\_  
City, State & Zip

\_\_\_\_\_  
Daytime Telephone number

\_\_\_\_\_  
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**

**THE NOT-FOR-PROFIT CORPORATION OF THE AMERICAN LEGION NATIONAL CONVENTION  
CORPORATION OF FLORIDA**

The following are Articles of Incorporation of American Legion National Convention Corporation of Florida, a nonprofit corporation incorporated pursuant to Chapter 617, Corporations Not For Profit of Florida Statutes.

**ARTICLE I**  
**NAME**

The name of this corporation shall be American Legion National Convention Corporation of FLORIDA (hereinafter "corporation").

**ARTICLE II**  
**REGISTERED OFFICE**

The location of the registered office of the corporation is 1912A Lee Road, Orlando, FL 32810.

**ARTICLE III**  
**PURPOSES**

The corporation is organized exclusively for purposes included within the meaning of Section 501(c)(19) of the Internal Revenue Code of 1986, as amended, including as follows:

- (a) To be affiliated with and organized in accordance with the bylaws and regulations of The American Legion, Department of Florida, a Florida nonprofit corporation exempt from federal income taxes pursuant to Internal Revenue Code Section 501(c)(19).
- (b) To preserve and perpetuate the memories and incidents of our association in the Great Wars and, as a member of The American Legion, promote good will and create a greater and better understanding and appreciation of the aims and purposes of The American Legion, and in furtherance thereof to conduct the National Convention in the State of Florida.
- (c) To carry out the plans and purposes of The American Legion, Department of Florida. To take all actions necessary and legal to carry out the National Convention of The American Legion in connection and cooperation with The American Legion, Department of FLORIDA. To carry out any purpose allowed of a nonprofit corporation formed in accordance with the requirements for an auxiliary unit or society as described in Internal Revenue Code Section 501(c)(19) and regulations promulgated pursuant thereto.

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**ARTICLE IV**  
**MEMBERSHIP**

The Membership of the corporation shall be limited to members of The American Legion, Department of Florida, a Florida nonprofit corporation exempt from federal income tax as an organization described in Internal Revenue Code Section 501(c)(19). Membership in The American Legion, Department of Florida is identical to that of the National Constitution of The American Legion which provides as follows:

Any person shall be eligible for membership in The American Legion who was a member of the Armed Forces of during the following periods: April 6, 1917 to November 11, 1918; and any time after December 7, 1941 to the date of the cessation of hostilities as determined by the Government of the United States. Such service shall have been terminated by an honorable discharge or honorable separation. There is no other form or class of Membership except active membership as provided in the National Constitution of The American Legion.

**ARTICLE V**  
**BOARD OF DIRECTORS**

The management of the corporation shall be vested in a Board of Directors.

The number, qualifications, and terms of office of the directors shall be fixed by the Bylaws of the corporation, but there shall not be fewer than three (3) directors. The President, Secretary and Treasurer shall be the current seated Department Commander, Department Adjutant, and Department Comptroller, respectively.

The Board of Directors are listed below.

President (Department Commander)  
Jerry Brandt  
4344 Tideview Dr.  
Jacksonville, FL 32250

Secretary (Department Adjutant)  
Bruce E. Comer  
1912A Lee Road  
Orlando, FL 32810

Treasurer (Department Comptroller)  
Michael Speck  
P.O. Box 181455  
Casselberry, FL 32718

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Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by written action signed by the number of directors that would be required to take the same action at a meeting of the Board of Directors at which all directors were present.

#### **ARTICLE VI** **OFFICERS**

The officers of the corporation shall be as provided for in the corporation's Bylaws.

#### **ARTICLE VII** **INUREMENT OF INCOME**

The corporation does not and shall not afford pecuniary gain incidentally or otherwise to any private individual. Within the meaning of Section 501(c)(19) of the Internal Revenue Code, no part of the assets or net earnings of the corporation shall inure to the benefit of any director or officer or any private individual.

#### **ARTICLE VIII** **DISSOLUTION**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, transfer the remaining assets of the corporation to The American Legion, Department of Florida, so long as said organization qualifies as an exempt organization or organizations under Section 501(c)(19) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or if it does not exist as such, to a veteran's organization(s) exempt pursuant to Section 501(c)(19) of the Internal Revenue Code, as the Board of Directors shall determine.

#### **ARTICLE IX** **AMENDMENT**

These Articles may be amended at any time and from time to time by the affirmative vote of a majority of directors then in office.

#### **ARTICLE X** **CONTROL BY THE AMERICAN LEGION, DEPARTMENT OF FLORIDA**

This corporation recognizes that it enjoys the privilege of using the name and/or emblem "The American Legion" with the permission of the National Organization of The American Legion. In compliance with the directive of said organization, the following provisions are hereby made a part of the Articles of Incorporation and shall prevail over any provisions of the Articles or the Bylaws which may be inconsistent herewith:

- a. All appointments or elections of officers, directors, trustees, or other executive positions in this corporation are subject to confirmation by the Department Executive Committee of The American Legion, Department of Florida, Inc.
- b. All appointments or elections to fill vacancies in any of the positions described in the preceding paragraph are subject to confirmation by the Department Executive Committee of The American Legion, Department of Florida, Inc.
- c. This corporation shall make a financial and activities report to the Department Headquarters monthly.
- d. The Department Adjutant and Department Assistant Adjutant shall be signatory on all accounts of this corporation.
- e. All Amendments to Articles of Incorporation or Bylaws of this corporation must be approved by The American Legion, Department of Florida, Inc.

**ARTICLE XI**  
**REGISTERED AGENT OF THE CORPORATION**

Listed below, please note the name and address of the corporation's registered agent/*incorporator*

*Bruce E. Comer*

Bruce E. Comer  
1912A Lee Road  
Orlando, FL 32810

--End of Articles--

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