

N95000000813

R. James Stevens

January 13, 1995

Corporate Records
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

Certified Mail No.: Z 121 640 207

In re: Semper Fidelis, Inc. d/b/a Morris F. DIXON, Jr.
Detachment Marine Corps League
Articles of Incorporation
Registered agent
Bylaws
Filing fee

RECEIVED
FEB 20 1995
DIVISION OF CORPORATIONS

Dear Sir or Madam:

Enclosed, please find the Articles of Incorporation that includes the listing for the Registered Agent, Bylaws and certified check no.: 56-333501624-0 for incorporating the not-for-profit organization, Semper Fidelis, Inc. d/b/a Morris F. Dixon, Jr. Detachment Marine Corps League.

Sincerely,

R. James Stevens

R. James Stevens

c: File

FILED
DIVISION OF STATE
CORPORATIONS
FEB 20 1995

W95-1461
dba, 626, 531, 502

KAN 1-20

851 Franklin Circle, Palm Harbor, FL 34683-6358 - - (813)789-5179



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 20, 1995

R. JAMES STEVENS
851 FRANKLIN CIRCLE
PALM HARBOR, FL 34683-6358

SUBJECT: SEMPER FIDELIS, INC. D/B/A MORRIS F. DIXON, JR.
DETACHMENT MARINE CORPS LEAGUE
Ref. Number: W95000001461

We have received your document for SEMPER FIDELIS, INC. D/B/A MORRIS F. DIXON, JR. DETACHMENT MARINE CORPS LEAGUE and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Incorporation cannot be filed with a "d/b/a" as part of the corporate name. These are filed separately as Fictitious Name Registrations. Please remove all references to the "d/b/a" from your articles.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Bylaws are not filed with this office. Please retain them for your records.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Kevin Nickens
Document Specialist

Letter Number: 295A00002514

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 20 11:11:06

ARTICLES OF INCORPORATION OF

BAND OF BROTHERS, INC.

A FLORIDA NONPROFIT CORPORATION

Article 1. Name. The name of the Corporation is: BAND OF BROTHERS, INC.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The purpose of the Corporation is as follows:

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are to provide services to all present and former United States Marines as a central point of collecting and distributing information and services beneficial to all veterans, other veteran organizations, veterans families, and their friends.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributed to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

D. To operate exclusively in such manner as will qualify the corporation as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distribution to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

Article 4. Members. The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

R. James Stevens, 851 Franklin Circle, Palm Harbor, FL 34683-6358

John H. Bower, 2037 Larchmont Way, Clearwater, FL 34624-6719

James Grant, 13500 Rodgers Ave., #907, Largo, FL 34631-4955

Article 5. Initial Registered Agent and Office. The initial registered agent is R. James Stevens and the initial registered office location, 851 Franklin Circle, Palm Harbor, FL 34683-6358, (business mailing address, P.O. Box 2513, Clearwater, FL 34617-2513).

Article 6. Initial Board of Directors. At the start up of this not-for-profit corporation, all Board of Director positions are vacant. Therefore, all Board of Director positions will be filled in accordance with Article 3. Board of Directors, §10. Vacancies, of the corporation Bylaws. The initial Board of Directors shall have 3 members whose names and addresses are:

R. James Stevens, 851 Franklin Circle, Palm Harbor, FL 34683-6358

John H. Bower, 2037 Larchmont Way, Clearwater, FL 34624-6719

James Grant, 13500 Rodgers Ave., #907, Largo, FL 34631-4955

The number of directors may be raised by amendment of the bylaws but shall in no case be less than three.

Article 7. Officers. The officers of the Corporation shall consist of a Chairman, Secretary and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Chairman; R. James Stevens, 851 Franklin Circle, Palm Harbor, FL 34683-6358

Secretary; John H. Bower, 2037 Larchmont Way, Clearwater, FL 34624-6719

Treasurer; James Grant, 13500 Rodgers Ave., #907, Largo, FL 34631-4955

Article 8. Nonstock Basis. The Corporation is organized (and shall be operated) on a Nonstock basis within the meaning of the Florida not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

IN WITNESS WHEREOF, the undersigned have signed these Articles
of Incorporation on this 24th day of February, 1994.

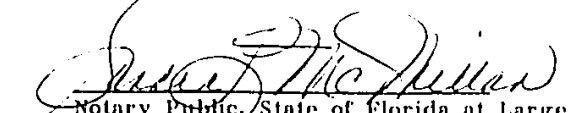
Signatures of
Incorporators

} R. James Stevens
} R. James Stevens, Chairman
}
} John H. Bower
} John H. Bower, Secretary
}
} James Grant
} James Grant, Treasurer

STATE OF FLORIDA }
COUNTY OF PINELLAS }

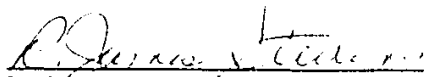
Before me personally appeared R. James Stevens, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation of Band of Brothers Inc., and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 14th day of February, 1995.


Notary Public, State of Florida at Large
My Commission expires:
(SEAL)

SANDRA L. McMILLAN
Notary Public - State of Florida
My comm. expires Jun. 1, 1997
Commission No. CC 291133

I accept designation as registered agent:


R. James Stevens, Chairman