

# N96000002114

TRANSMITTAL LETTER

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

SUBJECT: East Sunrise/Lauderhill Post 365, The American Legion,  
(Proposed corporate name - must include suffix)  
Department of Florida, Inc.

RECEIVED  
MAY 29 1996  
STATE OF FLORIDA

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  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy

FROM: Ronald E. Sharp  
Name (Printed or typed)

2034 NW 43rd Terrace #7  
Address

Lauderhill, Florida 33313  
City, State & Zip

(954) 30-2960 (Work) 486-6667 (Home)  
Daytime telephone number

FILED  
MAY 29 PM 12:45  
STATE OF FLORIDA

Dmc  
5/2/96

NOTE: Please provide the original and one copy of the articles

## ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

### ARTICLE I

The name of the corporation shall be: East Sunrise/Lauderhill Post 365, The American Legion, Department of Florida, Inc.

### ARTICLE II

The principle place of business and mailing address of this corporation shall be:

East Sunrise/Lauderhill  
American Legion Post 365  
C/O VFW Post 7115  
6561 Sunset Strip  
Sunrise, Florida 33313

### ARTICLE III

The specific purpose for which the corporation is organized is: To promote the principles and policies as set forth in our Constitutional Preamble, and of the National and Departmental Constitutions of the American Legion.

### ARTICLE IV

The manner in which the Officers and Executive Committee are elected is as follows: Nominations from the floor or from a nominating committee will be accepted to fill the offices of Post Commander, First Vice Commander, Second Vice Commander, Finance Officer, Post Historian, Chaplain, and the Sergeant-at-Arms. The Immediate Past Commander is automatically a member of the Post Executive Committee along with the present Post Commander, First Vice Commander, Second Vice Commander, Finance Officer, and the Sergeant-at-Arms. This initial nomination will be held at the regular meeting in the month of March, to be followed with additional nominations and election at the regular meeting scheduled in April. All members that have current paid dues cards may enter in the secret vote held at that time. The offices of Service Officer, Post Adjutant and Judge Advocate are appointed by the Commander elect and presented before the general membership or the Post Executive Committee, at the first meeting following their appointment for confirmation of a majority vote of all members present, as provided for in the Post Constitution and By-laws.

FILED  
MAY 29 1946  
SUNRISE, FLORIDA

ARTICLE V

The corporate powers of this corporation are as provided  
in section 617.0302, Florida Statutes.

ARTICLE VI

The name and street address of the initial registered agent is:

Ronald E. Sharp, Commander  
2034 NW 43rd Terrace #7  
Lauderhill, Florida 33313

ARTICLE VII

The names and street addresses of the incorporators for  
these articles of incorporation are:

Ronald E. Sharp, Post Commander  
2034 NW 43rd Terrace #7  
Lauderhill, Florida 33313

Louis Barwick, 1st Vice Commander  
2311 NW 63rd Terrace  
Fort Lauderdale, Florida 33313

Ernest Picard, 2nd Vice Commander  
7627 NW 71st Court  
Tamarac, Florida 33321

French Shannon Jr., Adjutant  
2340 NW 72nd Avenue Apt 206  
Sunrise, Florida 33313

Melvin Goldman, Finance Officer  
1599 NW 43rd Avenue Apt 101  
Lauderhill, Florida 33313

Loretta James, Post Historian  
11601 NW 32nd Manor  
Sunrise, Florida 33323

Ralph A. Marceau, Chaplain  
7530 SW 1st Street  
Margate, Florida 33068

Arthur Lanni, Executive Officer  
5991 NW 14th Street  
Sunrise, Florida 33313

John Anderson, Sergeant-at-Arms  
1793 NW 60th Avenue  
Sunrise, Florida 33313

The undersigned incorporator has executed these articles of  
incorporation this 22nd day of April, 1996.

  
Signature of Incorporator

Ronald E. Sharp, Post Commander

THE AMERICAN LEGION  
EAST SUNRISE/LAUDERHILL POST 365  
6561 SUNSET STRIP  
SUNRISE, FLORIDA 33313

POST CONSTITUTION AND BY-LAWS

CONSTITUTION

Preamble to the Constitution

For God and country, we associate ourselves together for the following purposes: To uphold and defend the Constitution of the United States of America; to maintain law and order; to foster and perpetuate a one hundred percent Americanism; to preserve the memories and incidents in the great wars; to inculcate a sense of individual obligation to the community, state, and nation; to combat the autocracy of both the classes and the masses; to make right the master of right; to promote peace and goodwill on earth; to safeguard and transmit to posterity the principles of justice, freedom, and democracy; to consecrate and sanctify our comradeship by our devotion to mutual helpfulness.

Article I...Name

Section 1. The name of this organization shall be EAST SUNRISE/LAUDERHILL POST 365, The American Legion, Department of Florida.

Article II...Objects

Section 1. The object and purpose of this Post shall be to promote the principles and policies as set forth in the foregoing preamble and of the National and Departmental Constitutions of the American Legion.

Article III...Nature

Section 1. This Post is a civilian organization and membership therein does not affect or increase liability for military or police service.

Section 2. This organization shall be absolutely non-political and shall not be used for the dissemination of partisan principles nor for the promotion of candidacy of any person seeking public office or preferment.

Section 3. Rank does not exist in the American Legion; no member shall be addressed by his/her military title in any meeting of this Post.

Article IV...Membership

Section 1. All applications for membership shall be acted upon at the general meeting following the making of such application, and at such meeting shall be accepted, rejected, or referred for further investigation and consideration. If four (4) or more members cast their vote against the acceptance of said application, then such application shall be recorded as rejected. All transfer requests for membership in this Post, shall be considered the same as an application.

Section 2. All General and Executive Committee meetings shall be held at the address in Section 1 of this Article, with the exception of emergency situations.

Section 3. The Post Executive Committee shall hire such employees as may be necessary; shall authorize all expenditures; and generally shall have charge and be responsible for the management of this Post and its assets.

#### Article IV...Elections

Section 1. In order to participate in the election of Post Officers, a member shall have paid his/her dues for the calendar year in which the election is held and shall present their membership card at the time of election to the Sergeant-at-Arms. All elections of Officers and Executive Committee shall be by secret ballot.

Section 2. Nominations for Post Officers to be filled at the annual election shall be made in the order in which they appear in Article V, Section 2 of the Post Constitution, at any regular session of the Post on or after the first day of March in each year and prior to the date of such annual election. A nominating Committee may be created at least two (2) month prior to the election provided that the Nominating Committee not be appointed by the Commander nor he/she be a member of the Committee. Members of the Nominating Committee shall be elected at the regular meeting in March. Nominations by the Nominating Committee do not preclude nominations from the floor. Nominations do not require a second. No members name shall be placed in nomination without the consent of the member. The guidelines set forth in the Parliamentary Procedure Section of the American Legion Officer's Guide and Manual of Ceremonies shall be consulted in the event of any misunderstandings. The Sergeant-at-Arms shall verify that all candidates for office and all members of the Nominating Committee are paid up members of the Post. All elected and appointed Officers for the Post shall provide proof of eligibility prior to assuming office.

Section 3. When there are three (3) or more candidates nominated for any office other than the Executive Committee, the candidate receiving the lowest number of votes cast will automatically withdraw his/her name from the ballot, providing the leading candidate does not receive a majority of the votes cast. This procedure will continue until one candidate has a majority of the votes.

Section 4. The three (3) candidates receiving the highest numbers of votes cast in the election of members to the Executive Committee shall be declared elected.

Section 5. The annual elections shall be held at the regular Post meeting during the month of May each year.

Section 6. The appointments made by the Commander-elect for the positions of Adjutant, Judge Advocate, and Service Officer shall be brought before the Post Executive Committee at the first meeting in June for confirmation by a majority.

## V...Duties of Officers

Section 1. DUTIES OF THE POST COMMANDER; It shall be the duty of the Post Commander to preside at all the meetings of the Post and to have general supervision over the business and affairs of the Post, and as such shall be the Chief Executive Officer of this Post. He/She shall approve all orders affecting the disbursements of the funds and shall make an annual report covering the business of the Post for the year, which shall be read at the last annual meeting of the Post and a copy thereof shall immediately be forwarded to the Department Adjutant.

Section 2. The Post Commander shall not be able to delegate his/her responsibilities, but may delegate authority as approved by the Executive Committee.

Section 3. DUTIES OF THE FIRST VICE COMMANDER: The First Vice Commander shall assume and discharge the duties of the office of Commander in the absence or disability of, or when called upon by the Post Commander. He/She shall perform such other duties as directed by the Post.

Section 4. DUTIES OF THE SECOND VICE COMMANDER: The Second Vice Commander shall assume and discharge the duties of the office of the Commander or First Vice Commander in the absence of, or disability of, or when called upon by the Post Commander or First Vice Commander. He/She shall be the Post Activity Chairman.

Section 5. DUTIES OF THE POST ADJUTANT: The Adjutant shall have charge of and keep a full and correct record of all proceedings of all meetings, keep such records as the Department and National organizations may require, render reports of the membership annually or when called upon at a meeting, and under the direction of the Post Commander handle all correspondence of the Post.

Section 6. DUTIES OF THE FINANCE OFFICER: The Finance Officer of the Post shall have charge of all Post finances and shall see that they are safely deposited in some local bank or banks and shall report once a month to the Post Executive Committee, or general membership, the condition of the finances of the Post. All checks shall be signed by both the Finance Officer and the Post Commander. The Finance Officer shall be the Chairman of the Post Finance Committee.

Section 7. DUTIES OF THE SERVICE OFFICER: The duties of the Post Service Officer are highly important and exacting. He/She should bring to the attention of all veterans and their dependants the rights and benefits granted them by law. He/She shall familiarize themselves with the Service Officer's Manual prepared by the National Veterans Affairs and Rehabilitation Division of the National American Legion. He/She must know how to utilize the expert services available through Legion channels, as well as those of other agencies in the community. He/She shall serve as the Chairman of the Veterans Affairs and Rehabilitation or Service Committee and shall work closely with the Children and Youth Committee, Post Employment Officer, and the Hospital Visitation Committee. His/Her report should be a standard part of every meeting.

Section 8. DUTIES OF THE POST HISTORIAN: The Post Historian shall collect all records and data of value and interest for this Post and shall compile during his/her term of office a history of the year's activities and programs. He/She shall have such other duties as may be prescribed by the Post Executive Committee.

Section 9. DUTIES OF THE POST CHAPLAIN: The Post Chaplain shall be charged with the spiritual welfare of the Post Comrades and will offer devine but non-sectarian services in the event of dedications, funerals, etc., and shall adhere to such ceremonial rituals as are recommended by the National or Department Headquarters from time to time.

Section 10. DUTIES OF THE SERGEANT-AT-ARMS: The Sergeant-at-Arms shall preserve order at all meetings and shall perform such other duties as may from time to time be assigned to him/her by the Post Executive Committee.

#### **Article VI...Delegates**

Section 1. Delegates and Alternatives to a District or Department Conference or Convention shall be elected by voice vote by the Post at a regular meeting of the Post held prior to such Conventions or Conferences. Candidates for delegates shall be elected at a regular meeting or an Executive Committee meeting at least one month prior to said convention or conference.

#### **Article VII...Appointments**

Section 1. The Post Commander with approval of the Post Executive Committee, will immediately upon taking office each year, appoint such committees as deemed necessary. Such committees shall consist of such members, and the Chairman thereof, as shall be designated by the Post Commander. The Post Commander may direct the specific dates of commencement and termination of any Committee Appointments in his/her Post unless otherwise directed by the Executive Committee or the General Membership.

#### **Article VIII...Resolutions**

Section 1. All resolutions of state or national scope presented to the Post by a member or reported by a Committee shall merely embody the opinion of this Post on the subject and a copy of same shall be forwarded to the Department Headquarters for it's approval before any publicity is given or action other then mere passage by the Post is taken.

#### **Article IX...Meetings**

Section 1. The regular meetings of this Post will be held at VFW Post 7115, At 7 PM on the fourth Tuesday of each month, at which time such business be transacted as may be properly brought up for action or as may be deemed advisable by the Members of this Post.

Section 2. Upon written request of any member of this Post the Executive Committee shall call a special meeting of the Post. All members in good standing shall be notified by mail and given at least 10 days notice. Publication of such a notice in the Post Newsletter shall be considered sufficient notification.

Section 3. A quorum shall consist of four (4) members for an official Post meeting.

Section 4. The majority in an election is when a candidate has more than half the votes cast at a legal meeting.

#### **Article X...Post Canteen**

Section 1. The Post Canteen (should one come into being) shall be operated under the rules and regulations adopted by the Post Executive Committee, and shall be under the administration of the Post House Committee.

#### **Article XI...Notice**

Section 1. Every member shall furnish the Post Adjutant with his or her address, and telephone number, for contact purposes only and not for general distribution.

Section 2. The Post Adjutant shall cause notice of the annual election to be given at least two (2) weeks prior thereto.

#### **Article XII...Post Publications**

Section 1. The official publication of this Post shall be the POST 365 NEWSLETTER, and it shall be sent once a month to each member of the Post, or at such time, and under such regulations as the Post Executive Committee shall deem necessary.

Section 2. The management and control of the Post newsletter shall be vested exclusively in the Post Executive Committee and shall be subject to the rules of the Post Executive Committee.

#### **Article XIII...Rules of Order**

Section 1. All proceedings of this Post shall be conducted under and pursuant to Robert's Rules of Order, except as herein otherwise provided.

#### **Article XIV...Limitations of Liabilities**

Section 1. This Post shall not be made liable nor obligated by any other Post, Subdivision, group of persons, members of the American Legion, or other individuals, corporations, or organizations.

#### **Article XV...Amendments**

Section 1. These By-laws may be amended at any regular meeting at which a quorum is present, provided that the proposed amendment shall have been submitted in writing and read at the next preceding meeting of said Post; and provided further, that written notice shall have been given to all members at least ten (10) days in advance of this date, when such amendment is to be voted upon., notifying said members that at such meeting a proposal to amend the By-laws is to be voted upon.



**BY-LAWS OF**  
**EAST SUNRISE/LAUDERHILL POST 365**  
**THE AMERICAN LEGION**

**Article I...Name**

Section 1. The Post existing under these By-laws is to be known as EAST SUNRISE/LAUDERHILL POST 365, Department of Florida of the American Legion, Inc.

Section 2. The objects of this Post are set forth in the Constitution.

Section 3. The fiscal year of this Post shall be from the date of Installation of Officers to the preceding days of the Installation of Officers in the following year.

**Article II...Management**

Section 1. The government and management of this Post and it's assets is entrusted to a Committee to be known as "The Executive Committee" as described in the Post Constitution.

Section 2. The Executive Committee with the exception of the immediate Past Commander shall be elected annually at the same time as the election of Officers of the Post and shall take office on the first regular meeting after installation or at the first general meeting in July.

Section 3. All vacancies existing in the Executive Committee, or in any office of the Post from any cause other than expiration of the term, shall be filled by a two-thirds vote of the remaining members of the Executive Committee, and a person so appointed shall hold office for the unexpired term of the member of the Committee or the Officer whom he/she succeeds. A vacancy shall also exist when an officer is absent from or derelict in his/her responsibilities for a period of three (3) consecutive meetings of either the Post and/or Executive Committee meetings without approved absence by the Post Commander or his/her designate, which is hereby declared to be neglect of duty. All charges pertinent to any officer will be referred to the Executive Committee as defined by Article X, Section 18, of the Department Constitution.

**Article III...Post Executive Committee**

Section 1. The Post Executive Committee shall meet for organization and such other business as may come before it at the call of the Post Commander within ten (10) days after the Installation of the new officers. Thereafter, the Post Executive Committee shall meet as business dictates, at the Post Home located at VFW Post 7115, 6561 Sunset Strip, Sunrise, Florida, 33313 when the Commander deems necessary, providing that all members of the Committee are given at least five (5) days notice. The Commander shall call a meeting of the Post Executive Committee, upon the joint written request of three (3) or more members of the Post Executive Committee, providing the members are given at least five (5) days notice. Four (4) members of the Committee shall constitute a quorum. No voting by telephone, telegram, or mail shall be acceptable except under emergency conditions and a full explanation of such actions shall be made at the next general meeting.

Section 2. All General and Executive Committee meetings shall be held at the address in Section 1 of this Article, with the exception of emergency situations.

Section 3. The Post Executive Committee shall hire such employees as may be necessary; shall authorize all expenditures; and generally shall have charge and be responsible for the management of this Post and its assets.

#### Article IV...Elections

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#### **Article XV...Amendments**

Section 1. These By-laws may be amended at any regular meeting at which a quorum is present, provided that the proposed amendment shall have been submitted in writing and read at the next preceding meeting of said Post; and provided further, that written notice shall have been given to all members at least ten (10) days in advance of this date, when such amendment is to be voted upon., notifying said members that at such meeting a proposal to amend the By-laws is to be voted upon.

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

FILED  
95 APR 29 1112:46  
TALLAHASSEE  
FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the corporation is: East Sunrise/Lauderhill Post 365,  
The American Legion, Department of Florida, Inc.

\_\_\_\_\_  
(must include suffix)

2. The name and address of the registered agent and office is:

Ronald E. Sharp

\_\_\_\_\_  
(NAME)

2034 Nw 43rd Terrace #7

\_\_\_\_\_  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Lauderhill, Florida 33313

\_\_\_\_\_  
(CITY/STATE/ZIP)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Ronald E. Sharp  
(SIGNATURE)

April 22, 1996  
(DATE)

# N96000002114

RONALD E. SHARP  
2034 N.W. 43RD TERR. #7  
LAUDERHILL, FL 33313

300002108153--7  
-03/10/97--01035--007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- Walk in       Pick up time \_\_\_\_\_       Certified Copy  
 Mail out       Will wait       Photocopy       Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment <i>NC</i>
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
 07 MAR 10 AM 10:52  
 TALLAHASSEE, FLORIDA  
 SH 3/11

Examiner's Initials	
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**ARTICLES OF AMENDMENT**  
to  
**ARTICLES OF INCORPORATION**  
of

East Sunrise/Lauderhill Post 365, The American Legion,  
Department of Florida, Inc

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.*

**FIRST:** Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED)  
Article 1 is to be amended changing the name of the corporation from East Sunrise/Lauderhill Post 365, The American Legion, Department of Florida to Arthur R. Lanni Memorial Post 365, The American Legion, Department of Florida, Inc.

**SECOND:** The date of adoption of the amendment(s) was: January 30, 1997

**THIRD:** Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Arthur R. Lanni Memorial Post 365, The American Legion,  
Department of Florida, Inc.  
Corporation Name

Ronald E. Sharp  
Signature of Chairman, Vice Chairman, President or other officer

Ronald E. Sharp  
Typed or printed name

President, Chairman, and Registered Agent  
Title

3/5/97  
Date