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PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 126252 82572A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 21, 1996

ORDER TIME : 9:36 AM

ORDER NO. : 126252-005

CUSTOMER NO: 82572A

CUSTOMER: Stephen C. Watson, Esq  
HAHN MCCLURG WATSON GRIFFITH &  
BUSH  
101 S. Florida Avenue

Lakeland, FL 33801

DOMESTIC FILING

NAME: THE LADIES' AUXILIARY OF  
POST #3 OF THE REGULAR  
VETERANS ASSOCIATION, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

TALLAHASSEE, FLORIDA

56 OCT 21 PM 1:37

FILED

*DMC* 10-21-96  
56 OCT 21 PM 1:37  
TALLAHASSEE, FLORIDA

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95 OCT 21 PM 1:37  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
THE LADIES' AUXILIARY OF POST #3 OF THE  
REGULAR VETERANS ASSOCIATION, INC.**

(A Florida Nonprofit Corporation)

**ARTICLE I. NAME**

The name of this corporation shall be **THE LADIES' AUXILIARY OF POST #3 OF THE REGULAR VETERANS ASSOCIATION, INC.**

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State, Division of Corporations. This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSE**

This corporation is being organized for the purposes of assisting and complimenting the work of the Regular Veterans Association, Post #3; the furtherance of fraternal, patriotic, historical and educational objectives; to perpetuate the memory and history of deceased members and to assist their widows and orphans; to maintain true allegiance to the Government of the United States of America, and fidelity to its Constitution and laws; to foster true patriotism; to maintain and extend the institutions of American freedom; to preserve and defend the United States from all her enemies, whomsoever.

**ARTICLE IV. POWERS**

This corporation may do and perform all such acts and things, including those generally allowed by the laws of Florida relative to corporations not for profit, as now

existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights.

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

Any person who agrees to be bound by these Articles Of Incorporation, the corporate Bylaws, and any rules and regulations which the Board Of Directors may from time to time adopt, who completes a membership application form and submits it to the Board Of Directors, and who pays the applicable dues, is eligible and qualified for membership in this corporation.

The corporate Bylaws may provide the Board Of Directors further discretionary powers relating to the admission of members.

#### **ARTICLE VI. MANAGEMENT**

The powers of this corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the Board Of Directors.

Any action required or permitted to be taken by the Board Of Directors, under any provision of the law, may be taken without a meeting, if all of the directors shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board Of Directors. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board Of Directors. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board Of Directors without a meeting, and that these Articles Of Incorporation authorize the Board Of Directors to so act. Such a statement shall be prima facia evidence of such authority.

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of appropriate jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE VII. BOARD OF DIRECTORS**

This corporation's initial Board Of Directors shall have three (3) directors. The number of directors may be increased or decreased, from time to time, by an amendment to the corporate Bylaws, but shall never be less than three (3).

The directors shall be elected annually by this corporation's members. The manner of the election of the directors shall be specified in the corporate Bylaws. The directors named herein, comprising the initial Board Of Directors, shall hold office until the election of directors at the first annual membership meeting.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

KAREN V. FERRELL  
3066 Shoal Creek Drive  
Lakeland, FL 33803

LOU BUTTS  
415 Martha Street  
Lakeland, FL 33813

DONNA HAMMOCK  
2061 East Keysville Rd.  
Lithia, FL 33547.

#### **ARTICLE VIII. OFFICERS**

The officers shall consist of a president, a vice president, a secretary, and a treasurer. This corporation may have such other officers as may be provided in the corporate Bylaws.

The officers shall be elected annually by the Board Of Directors. The manner of the election of the officers shall be specified in the corporate Bylaws. The officers named herein, comprising the initial officers, shall hold office until the election of officers at the first annual Board Of Directors' meeting.

The names of the initial officers are:

<b><u>Office</u></b>	<b><u>Name</u></b>
President	CANDY P. NELSON
Vice President	CAROL WYATT
Secretary	SANDY CRUCE
Treasurer	GLADYS DAWES.

#### **ARTICLE IX. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE X. PRINCIPAL OFFICE & INITIAL  
REGISTERED OFFICE & AGENT**

The address of this corporation's principal office shall be 3621 Century Boulevard, Lakeland, Florida 33811, and the address of this corporation's initial registered office shall be: 101 South Florida Avenue, Lakeland, Florida 33801.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: STEPHEN C. WATSON.

**ARTICLE XI. INCORPORATOR**

The name and residence address of the subscriber to these Articles Of Incorporation is:

CANDY P. NELSON  
6929 Poley Creek Drive East  
Lakeland, FL 33811.

**ARTICLE XII. BYLAWS**

Corporate Bylaws will be hereinafter adopted by the Board Of Directors. The corporate Bylaws may be amended or repealed, in whole or in part, by the Board Of Directors in the manner provided therein. Any amendments to the corporate Bylaws shall be binding on this corporation's members.

**ARTICLE XIII. AMENDMENT**

Amendments to these Articles Of Incorporation may be proposed by a resolution adopted by the Board Of Directors and presented to a quorum of this corporation's members for their vote. Such amendments may be adopted by a vote of two-third's of the quorum of this corporation's members.

The undersigned, constituting this corporation's designated registered agent and this corporation's subscriber, for the purpose of forming this nonprofit corporation under

the laws of Florida, have executed these Articles Of Incorporation, on the dates indicated next to their signatures.

Candy P. Nelson  
Subscriber

October 18, 1996  
Date

FILED  
95 OCT 21 PM 1:37  
TALLAHASSEE, FLORIDA

I hereby accept my designation as registered agent and agree to serve as the registered agent of THE LADIES' AUXILIARY OF POST #3 OF THE REGULAR VETERANS ASSOCIATION, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for THE LADIES' AUXILIARY OF POST #3 OF THE REGULAR VETERANS ASSOCIATION, INC.

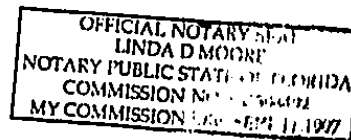
Stephen C. Watson  
STEPHEN C. WATSON - Registered Agent

State Of Florida  
County Of Polk

On October 18, 1996, CANDY P. NELSON, designated above as the subscriber to these Articles Of Incorporation, who is personally known to me, and who personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of THE LADIES' AUXILIARY OF POST #3 OF THE REGULAR VETERANS ASSOCIATION, INC.

Linda D. Moore  
Notary Public

(Notary Public - Printed Or Typed Name)



Commission Expiration Date & Commission Number:

(SEAL)

Articles Of Incorporation Of THE LADIES' AUXILIARY OF POST #3  
OF THE REGULAR VETERANS ASSOCIATION, INC.

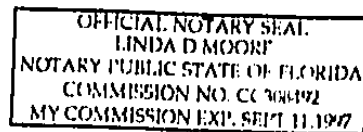
State Of Florida  
County Of Polk

On October 18, 1996, STEPHEN C. WATSON, designated above as the registered agent to these Articles Of Incorporation, who is personally known to me, and who personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of THE LADIES' AUXILIARY OF POST #3 OF THE REGULAR VETERANS ASSOCIATION, INC.

  
Notary Public

LINDA D. MOORE

(Notary Public - Printed Or Typed Name)



Commission Expiration Date & Commission Number:

(SEAL)

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OF THE REGULAR VETERANS ASSOCIATION, INC.