

VFW N9800000 1542

VETERANS OF FOREIGN WARS OF THE U.S.
HAWTHORNE MEMORIAL POST NO. 6389
Hawthorne at Leesburg
Leesburg, Florida 34748

10 March 1998

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State, P O Box 6327
Tallahassee, Florida 32314

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Dear Sir;

It is our desire to incorporate as a Veterans of Foreign Wars Post within the laws of the State of Florida. We hereby submit our reviewed documents for your approval and acceptance.

Enclosed are two checks:
Filing Fee for Incorporation: \$122.50
Annual Filing Fee : \$ 61.25

Please Advise your actions to the Registered Agent,
Maurice Dunigan
132 Hibiscus Way
Leesburg, Fl. 34748

Thank you for your assistance.

Respectfully submitted,



Wilson C. Brooks, Commander
VFW Post No. 6389
358 Palo Verde Dr.
Leesburg, Fl. 34748-8802

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VETERANS OF FOREIGN WARS OF THE UNITED STATES, INC.

In accordance with the provisions of Chapter 617, Florida Statutes, relating to corporations not for profit, the undersigned persons due hereby constitute themselves into a non-profit corporation and adopt the following Articles of Incorporation in accordance with said statute.

ARTICLE I - NAME

The name of this corporation shall be HAWTHORNE MEMORIAL POST NO 6389 VETERANS OF FOREIGN WARS OF THE UNITED STATES, INC.

ARTICLE II - PURPOSE

The general nature and purpose of the corporation shall be:

(a) Fraternal, patriotic, historical and educational, to preserve and strengthen comradeship among its members, to assist worthy comrades, to perpetuate the memory and history of our dead and to assist their widows and orphans, to maintain true allegiance and fidelity to the Constitution of the United States and of the Veterans of Foreign Wars of the United States and its By-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.

(b) To take by gift, devise, purchase or in any manner, whatsoever, real, and personal property, and to sell, transfer, mortgage, lease or rent in any manner whatsoever, the same, and to do all things necessary and essential thereto for the benefit of the corporation.

(c) To do all things all necessary and essential to carry on the activities, rehabilitation, welfare and social work of the Post, including establishment and operation of the club rooms and other operations for the purpose of obtaining the net profits therefrom for the use and purpose of the Post.

(d) The said Hawthorne Memorial Post 6389 VETERANS OF FOREIGN WARS OF THE UNITED STATES, INC., shall at all times remain under the jurisdiction of, and be governed according to the Constitution, By-Laws and Manual; of the Procedure of the Veterans of Foreign Wars of the United States. In the event that any provisions of these Articles of Incorporation conflicts with the National Charter and By-Laws of the Veterans of Foreign Wars of the United States, such conflicting provisions shall be deemed null and void, the National Charter and By-Laws shall, at all times, govern.

ARTICLE III - MEMBERSHIP

Any person who has served honorably as an officer or enlisted person on active duty, honorably discharged, released to inactive duty or returned, shall be eligible for membership.

(1) Whose service in the armed forces of the United States in any foreign war, insurrection or expedition is recognized as campaign badge medal service and governed by the authorization of the issuance of a campaign badge (medal) by the government of the United States of America, and,

(2) Who is a citizen of the United States.

The active and voting membership of this corporation shall at all times be confined to the active membership in good standing in HAWTHORNE MEMORIAL POST NO 6389 VETERANS OF FOREIGN WARS OF THE UNITED STATES, INC. with eligibility to, acquiring of, suspension from. and discontinuance of membership being in accordance with the National Constitution and By-Laws of the Veterans of Foreign Wars of the United States.

ARTICLE IV - TERM

This corporation shall have perpetual existence, subject to the laws and provisions of the State of Florida and the commission and By-Laws of the Veterans of Foreign Wars of the United States.

ARTICLE V - SUBSCRIBERS

The names and residences of the subscribers of this Corporation are as follows:

Post Commander Wilson C. Brooks 358 Palo Verde Dr. Leesburg, FL 34748
Post Sr Vice Commander Arthur M. Brown 118 Tamarask Way Leesburg, FL 34748
Post Quartermaster Kenneth H. Synder 107 Camellia Trail Leesburg, FL 34748

ARTICLE VI - MANAGEMENT & ELECTIONS

The Board of Directors shall manage the affairs of this Corporation and shall consist of the Post Commander, the Post Sr. Vice Commander and the Post Quartermaster, and they shall be elected at a regular meeting to be held during the month of April each and every year. Actions of the Board of Directors as set forth herein shall be at all times subject to approval of the Post.

ARTICLE VII - OFFICERS

The names and addresses of the Officers who are to serve until their successors are duly elected and installed, are as follows:

Post Commander Wilson C. Brooks 358 Palo Verde Dr Leesburg, FL 34748, who
 shall serve as President.
Post Sr Vice Commander Arthur M. Brown 118 Tamarask Way Leesburg, FL 34748,
 who shall serve as Vice President.
Post Adjutant Eleanor D. Stratton 103 Wild Cherry Cove Leesburg, Fl 34748, who
 shall serve as Secretary.
Post Quartermaster Kenneth H. Synder 107 Camellia Trail Leesburg, FL 34748, who
 shall serve as Treasurer.

All of the above shall be elected at a regular meeting of the Post to be held during the Month of April of each year except the Adjutant who shall be appointed by the Commander on the night of the installation or as soon thereafter as possible.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The corporation shall have not less than three (3) Directors and the initial Board of Directors shall be as follows:

Post Commander Wilson C. Brooks 358 Palo Verde Dr. Leesburg, FL 34748
Post Sr Vice Commander Arthur M. Brown 118 Tamarask Way Leesburg, FL 34748
Post Quartermaster Kenneth H. Synder 107 Camellia Trail Leesburg, FL 34748

The above Directors shall serve until the next election of Post Officers during the month of April of each and every year and who by virtue of their office serve as Directors of the Corporation.

ARTICLE IX - BY-LAWS

By-Laws for this Corporation may be made, altered, or rescinded after presentation to the Post by any member in good standing and approved by two thirds (2/3) vote of the Post membership present and in good standing at a noticed meeting. However, said By-Laws shall not conflict with the National Charter, Constitution, By-Laws and the Manual of Procedure of the Veterans of Foreign Wars of the United States, nor shall they conflict with the By-Laws of the Department having jurisdiction and provided a copy of same shall be forwarded, through channels, and reviewed by the Commander-in-Chief before becoming effective.

ARTICLE X- AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to these Articles of Incorporation may be made after presentation to the Post by any member in good standing and approved by two-thirds (2/3) vote of the Post membership present and in good standing at a noticed meeting. However, said Amendments to the Articles of Incorporation shall be in accordance with the Laws of the State of Florida and in accordance with the National Charter, Constitution, By-Laws and Manual of Procedure of the Veterans of Foreign Wars of the United States, and further, they shall be in accordance with the Department having jurisdiction and provided a copy of same shall be forwarded, through channels, and reviewed by the Commander-in-Chief before becoming effective.

ARTICLE XI MISCELLANEOUS

In the event of a dissolution of this corporation all of the assets shall be the property of HAWTHORNE MEMORIAL POST NO 6389 VETERANS OF FOREIGN WARS OF THE UNITED STATES, INC. and in the event of the simultaneous dissolution and the forfeiture of the charter issued to the Veterans of Foreign Wars of the United States to said subordinate unit, then, and in the event, title to all assets of this corporation shall pass to the Veterans of Foreign Wars of the United States to be disposed of in accordance with the National By-Laws, Rules and Regulations of the said Veterans of Foreign Wars of the United States. At no time shall the assets of the corporation be distributed among the individual members thereof.

ARTICLE XII - ADDRESS AND REGISTERED OFFICE AND AGENT

The address and principal place of business of this corporation shall be 132 Hibiscus Way, Leesburg, FL 34748.

ARTICLE XIII - DESIGNATION OF REGISTERED OFFICE AND AGENT

A designation of registered office and registered agent at the same address, (must be in the State of Florida) must be contained within the Articles of Incorporation and the registered agent must sign accepting designation.

IN WITNESS WHEREOF we have hereunto set our hands and seals this Eleventh Day of November, 1997. All subscribers (Article V) must sign and their signatures acknowledged.

Wilson C. Brooks L.S.

Arthur M. Brown L.S.

Kenneth H. Snyder L.S.

RESIDENT AGENT CERTIFICATE

In pursuance of Florida Statues, the following is submitted in compliance with said Act,
First: That Hawthorne Memorial Post No. 6389 VETERANS OF FOREIGN WARS OF
THE UNITED STATES, INC. desiring to organize under the laws of the State of Florida
with its principal office, as indicated in the Article of Incorporation, at Hawthorne at
Leesburg, Leesburg, Florida, has named, Maurice Dunigan, located at 132 Hibiscus
Way, Leesburg, Fl. 34748 as its agent to accept services or process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above states corporation, at
the place designated in this certificate, I hereby accept to act in this capacity and agree
to comply with the provisions of said Act relative to keeping open said office.

SI *Maurice Dunigan*
T/ Maurice Dunigan
REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me on the Eleventh day of
November, 1997, by *Maurice Dunigan*
who is personally known to me or has produced photo identification - Florida drivers
license No. D525-54D-18-244 as identification and who did take as oath.



Katherine I. Moore
My Commission CC633374
Expires March 26, 2001

Katherine I. Moore
Notary Public
Name of Notary Public
Commission Number

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been designated as the Registered Agent for Hawthorne Memorial Post
NO. 6389 VETERANS of FOREIGN WARS OF THE UNITED STATES, INC., I hereby
accept the designation and agree to act as the Registered Agent of said corporation.

Dated: Eleventh Day of November, 1997

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REVIEWED
FOR THE COMMANDER-IN-CHIEF

John J. Senk, Jr.
JOHN J. SENK, JR.
ASSISTANT ADJUTANT GENERAL