

N98000004141

TRANSMITTAL LETTER

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

SUBJECT: UNITED STATES SEARCH AND RESCUE GROUP, INC.
(Proposed corporate name - must include suffix)

800002591368--4
-07/17/98--01004--013
****131.25 ****131.25

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

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: GARY E. ECKSTINE
Name (Printed or typed)

POST OFFICE BOX 150124
Address

CECIL FIELD, FLORIDA 32215
City, State & Zip

(904) 720-0666
Daytime Telephone number

FILED
98 JUL 17 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
7/17/98

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

ARTICLES OF INCORPORATION
OF
UNITED STATES SEARCH AND RESCUE GROUP, INC.,

FILED
98 JUL 17 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

a corporation not for profit
under the Laws of Florida.

The undersigned incorporator, for the purpose of forming a corporation not for profit pursuant to Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation shall be United States Search and Rescue Group, Inc.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business of the corporation shall be 3107 Spring Glen Road, Suite 204, Jacksonville, Florida 32207. The mailing address of the corporation shall be Post Office Box 150124, Cecil Field, Florida 32215.

ARTICLE III
PURPOSE

The 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 the corresponding section of any future federal tax code.

ARTICLE IV MEMBERSHIP

The charter members of the corporation shall be Billy G. Carter, Donald R. Ferris, Gary E. Eckstine and Charles L. Fails. Additional persons may become members of the corporation by such procedures and upon such terms and conditions as the by-laws may provide.

ARTICLE V DIRECTORS

The Board of Directors shall consist of no fewer than three (3) persons. Directors shall be elected by a three fourths majority vote of the members of the corporation. The following persons shall serve as the Board of Directors unless and until replaced by a three fourths majority vote of the members of the corporation:

Billy G. Carter
6127 Tuscony Circle
Jacksonville, Florida 32277

Donald R. Ferris
2653 Parrish Cemetary Road
Jacksonville, Florida 32221

Gary E. Eckstine
3107 Spring Glen Road, Suite 204
Jacksonville, Florida 32207

Charles L. Fails
3272 Peoria Road
Orange Park, Florida 32073

ARTICLE VI OFFICERS

The corporation shall be managed by a President, a Vice-President/Treasurer, a Secretary and a Sergeant at Arms, who shall be appointed by a three fourths majority vote of the Board of

Directors. The following persons shall serve as the officers of the corporation unless and until replaced by a three fourths majority vote of the Board of Directors:

Billy G. Carter, President

Donald R. Ferris, Vice-President/Treasurer

Gary E. Eckstine, Secretary

Charles L. Fails, Sergeant at Arms

The specific duties of the officers of the corporation shall be set forth in the by-laws.

ARTICLE VII CORPORATE POWERS

To the extent not inconsistent with its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or of any regulation promulgated pursuant thereto, the corporation shall have the power to do any and all things necessary or expedient for carrying out its purpose and shall possess all rights, privileges and immunities, and enjoy all of the benefits granted to corporations not for profit, under the laws of the State of Florida, including, but not limited to the following:

- (1) Have succession by its corporate name in perpetuity.
- (2) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
- (3) Adopt, use and alter a common corporate seal. However, such seal must always contain the words "corporation not for profit".
- (4) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.
- (5) Adopt, change, amend, and repeal by-laws for the administration of the affairs of the

corporation and the exercise of its corporate powers. Such by-laws shall be adopted, changed, amended or repealed by a three fourths majority vote of the Board of Directors ratified by a three fourths majority vote of the members of the corporation. Such bylaws shall not be inconsistent with law or with these Articles of Incorporation.

(6) Increase, by a three fourths majority vote of the members of the corporation, the number of its directors so that the number shall not be less than three (3) but may be any number in excess thereof.

(7) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.

(8) Conduct its affairs, carry on its operations, and have offices and exercise the powers reserved herein and/or granted by Chapter 617, Florida Statutes, in any state, territory, district, or possession of the United States or any foreign country.

(9) Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.

(10) Acquire, enjoy, utilize, and dispose of patents, copyrights and trademarks and any licenses and other rights or interests thereunder or therein.

(11) Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.

(12) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations,

whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.

(13) Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds loaned or invested except as prohibited by Section 617.0833, Florida Statutes.

(14) Make donations for the public welfare or for religious, scientific, educational, or other similar purposes.

(15) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

(16) Merge with other corporations both for profit and not for profit, domestic and foreign, if the surviving corporation is a corporation not for profit and exempt under Section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding section of any subsequent federal tax code.

(17) Any and all other powers not prohibited by or inconsistent with Florida Statutes or Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or of any regulation promulgated pursuant thereto.

ARTICLE VIII LIMITATION OF CORPORATE POWERS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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

Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE IX AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to these Articles of Incorporation shall be adopted by a three fourths majority vote of the Board of Directors ratified by a three fourths majority vote of the members of the corporation. Such amendments of the Articles of Incorporation, duly adopted and ratified, shall be filed with the Department of State, approved by it, and all filing fees shall be paid.

ARTICLE X DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the 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 the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation 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.

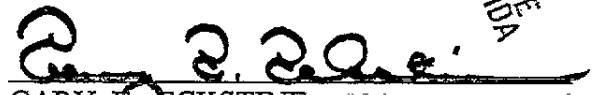
ARTICLE XI
INITIAL REGISTERED AGENT AND ADDRESS

The initial registered agent of the corporation is Gary E. Eckstine, whose office address is 3107 Spring Glen Road, Suite 204, Jacksonville, Florida 32207.

ARTICLE XII
INCORPORATOR

The incorporator of the corporation is Gary E. Eckstine, whose office address is 3107 Spring Glen Road, Suite 204, Jacksonville, Florida 32207.

In witness whereof, the undersigned incorporator has executed these Articles of
Incorporation this 17th day of July, 1998.


GARY E. ECKSTINE
3107 Spring Glen Road, Suite 204
Jacksonville, Florida 32207

FILED
68 JUL 17 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, 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.

Dated this 17th day of July, 1998.


REGISTERED AGENT