

N9900000002091

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

900002828109--6
-04/02/99--01075--007
*****78.75 *****78.75

USA fighter foundation inc

RECEIVED

99 APR -2 PM 12:14

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: DD

Name _____

Date 4-2-99

Time 11:00

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File Cert
☐ LTD Partnership File _____
☐ Foreign Corp. File _____
☐ L.C. File _____
☐ Fictitious Name File _____
☐ Trade/Service Mark _____
☐ Merger File _____
☐ Art. of Amend. File _____
☐ RA Resignation _____
☐ Dissolution / Withdrawal _____
☐ Annual Report / Reinstatement _____
☒ Cert. Copy _____
☐ Photo Copy _____
☐ Certificate of Good Standing _____
☐ Certificate of Status _____
☐ Certificate of Fictitious Name _____
☐ Corp Record Search _____
☐ Officer Search _____
☐ Fictitious Search _____
☐ Fictitious Owner Search _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
☐ UCC 11 Retrieval _____
☐ Courier _____ R. Purinton

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -5 AM 10:48

APR -2 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 2, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: USA FIGHTER FOUNDATION, INC.
Ref. Number: W99000007980

We have received your document for USA FIGHTER FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of 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 (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 399A00016879

**ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -5 AM 10:48

USA FIGHTER FOUNDATION, INC.

The undersigned person, acting as incorporator of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation is USA FIGHTER FOUNDATION, INC.

ARTICLE II

The corporation shall have perpetual duration.

ARTICLE III

The corporation is a not for profit corporation. The purposes for which the corporation is organized are as follows:

- (a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of charity and education and for other charitable purposes, by the distribution of its funds for such purposes, and particularly to promote aviation in America and related causes.
- (b) The general purposes for which this corporation is formed is to promote aviation in America and related purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or of corresponding provisions of any subsequent federal tax laws, including for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.
- (c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation, nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV

The corporation is organized upon a nonstock basis. The sole class of members of this corporation shall be its directors. The directors of this corporation shall have no right, title, or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding-up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments.

ARTICLE V

The street address of the principal office of the Corporation is 9850 Overseas Way, Marathon, Florida 33050. The street address of the initial registered office of the corporation is c/o Keane & Murphy, 729 S. Federal Highway, Suite 222, Stuart, Florida, County of Martin, State of Florida, 34994. The name of its initial registered agent at such address is Gregory G. Keane, Esquire.

ARTICLE VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three (3); provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named herein as the first board of directors shall hold office until the first meeting of members, to be held on or about July 1, 1999, at 10:00 A.M., at 9850 Overseas Way, Marathon, Florida 33050, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 9850 Overseas Way, Marathon, Florida 33050, at 10:00 A.M., in July of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the Articles of Incorporation and Bylaws of this corporation authorize the directors to so act. Such a statement shall be

prima facie evidence of such authority.

The names and residential address of the persons who are to serve as the initial directors are:

**Ute Steigerwald
9850 Overseas Highway, Marathon, FL 33050**

**Christy Steigerwald
9850 Overseas Highway, Marathon, FL 33050**

**Stephanie Mullar
308 Crotan Circle, Duck Key, FL 33050**

ARTICLE VII

The name and address of the incorporator is:

**John E. Steigerwald
9850 Overseas Highway, Marathon, FL 33050**

ARTICLE VIII

The board of directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the Bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

**John E. Steigerwald, President
9850 Overseas Highway, Marathon, FL 33050**

**Cindy Pierce, Vice President
#3 Glenluce Court, Towson, MD 21204**

**Jim McCrae, Secretary/Treasurer
775 Blackbeard Road, Little Torch Key, FL 33042**

ARTICLE IX

Subject to limitations contained in the Bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the Bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the Bylaws.

ARTICLE X

The property of this corporation is irrevocable dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual. Anything in these Articles of Incorporation to the contrary notwithstanding, the purposes for which this corporation is organized are limited to those that will qualify it as an exempt organization under Internal Revenue Code Section 501(c)(3), including, for such purposes, the making of distributions to organizations that qualify as tax-exempt organizations under such Code.

ARTICLE XI

Upon the dissolution of winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XII

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the board of directors. Amendments may be adopted by a vote of at least two-thirds (2/3) of a quorum of directors of the corporation.

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these Articles of Incorporation on this 31 day of MARCH, 1999.


JOHN E. STEIGERWALD,
Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 APR -5 AM 10:48

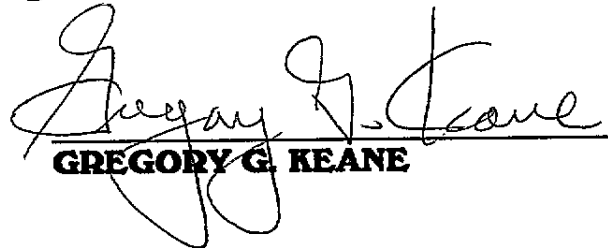
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: USA FIGHTER FOUNDATION, INC.**
- 2. The name and address of the registered agent and office: Gregory G. Keane, of Keane & Murphy, 729 S. Federal Highway, Suite 222, Stuart, Florida 34994.**

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.

Date:

3-31-99


GREGORY G. KEANE