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HOLLAND & KNIGHT

Requestor's Name

315 SOUTH CALHOUN STREET

Address

Tallahassee, Florida 32301

City/State/Zip

Phone #

224-7000

Office Use Only

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

1. Florida Veterans Plus, Inc
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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99 MAY 19 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Print
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<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

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*****78.75 *****78.75

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

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**ARTICLES OF INCORPORATION OF
FLORIDA VETERANS PLUS, INC.,
A FLORIDA NOT-FOR-PROFIT CORPORATION**

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TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of FLORIDA VETERANS PLUS, INC., under Chapter 617, Florida Statutes, and Section 501(c)(3) of the Internal Revenue Code of 1986, submit the following Articles of Incorporation.

ARTICLE I. GENERAL

Section 1. NAME. The name of the corporation shall be: FLORIDA VETERANS PLUS, INC.

ARTICLE II. ADDRESS

The address of the corporation's principal office is 6137 3rd Ave. North, St. Petersburg, Florida 33710.

ARTICLE III. DURATION AND COMMENCEMENT

The corporation will exist perpetually, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV. PURPOSE

(A) The corporation is organized exclusively to provide assistance and support to Veterans of the U.S. Armed Forces and for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") or the corresponding provision of any future United States Internal Revenue Law, including but not limited to, the following:

1. To make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law).
2. No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no members, trustee, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(B) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

(C) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

(D) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code.

(E) The corporation shall not make any investments in such manner as to subject it to tax under section 4944 of the Code.

(F) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE V. PROHIBITED ACTIVITIES

The corporation shall not engage in any activities prohibited by Section 617.0835 of the Florida Statutes.

ARTICLE VI. DIRECTORS

The directors of the corporation shall be elected in the manner set forth in the Bylaws of the corporation. The names and addresses of the members of the corporation's initial board of directors are:

NAME	ADDRESS
Donald Priem, Jr.	6137 3rd Ave. North St. Petersburg, Florida 33710
Richard V. Riddle	6137 3rd Ave. North St. Petersburg, Florida 33710
Jack M. White, Jr.	8630 Fenton Street, 12 Floor Silver Spring, Maryland 20910

Each person who is or shall be a director or officer of the corporation shall be indemnified by the corporation against liability incurred as a result of such service.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the corporation is Donald Priem, Jr. and the street address of the initial registered office of the corporation is 6137 3rd Ave. North, St. Petersburg, Florida 33131.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator are Robert J. Friedman, 701 Brickell Ave., Suite 3000, Miami, Florida 33131. The incorporator of the corporation assigns to the corporation his rights under Section 617.013, Florida Statutes, to constitute a corporation.

ARTICLE IX. DISSOLUTION

Upon the dissolution of the corporation and the winding up of its affairs, the assets of the corporation remaining after payment of or provision for claims against the corporation and expenses incidental to the dissolution shall be distributed exclusively to charitable, religious or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Code and the Treasury Regulations as they exist or as they may be amended. No part of the assets or net earnings of the corporation may be distributed or inure to the benefit of any individual.

ARTICLE X. INDEMNIFICATION

(a) The corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the corporation or its subsidiaries. To the fullest extent not prohibited by law, the corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director, within twenty (20) days after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the corporation or its subsidiaries, to the fullest extent

not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the corporation or its subsidiaries. The corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent, after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the corporation relating thereto.

ARTICLE XI. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of May, 1999.



Robert J. Friedman, Sole Incorporator


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENTS UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That FLORIDA VETERANS PLUS, INC. desiring to organize under the laws of the State of Florida with its initial registered office at 6137 3rd Ave. North, St. Petersburg, Florida 33710, as indicated in the Articles of Incorporation, has named Donald Priem, Jr. as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the corporation named above at the place designated in this certificate, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act and Chapter 617, Florida Statutes, relative to keeping open the registered office.


Donald Priem, Jr., Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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