

ARTICLES OF INCORPORATION

Of

VETERANS OF FOREIGN WARS OF THE U.S. The WOODLANDS TEXAS

We, the undersigned natural persons of the age of twenty-one (21) years or more, all being citizens of the State of Texas, and being duly elected and installed officers of The Woodlands Post No. 12024, Veterans of Foreign Wars of the United States, and acting as authorized by a majority vote of Members in attendance at a duly called meeting of the Membership of Post No. 12024 Veterans of Foreign Wars of United States, Held on the 23rd day of August 2004, as is reflected in the Minutes of the said meeting do hereby act as Incorporators of a Corporation under the Texas Non-Profit Corporation Act, and do hereby adopt the following Articles of Incorporating for such a Corporation.

ARTICLE ONE

The name of the Corporation is The Woodlands Post No. 12024, Veterans of Foreign Wars of the United States, The Woodlands, Texas.

ARTICLE TWO

The Corporations is a Non-Profit Corporation.

ARTICLE THREE

The Period of its duration is perpetual; subject to the constitution, By-Laws and Regulations of the Veterans of Foreign Wars of the United States as created by Public Law No. 630, Seventy-Fourth Congress, (36 U.S.C.A. 111-120).

ARTICLE FOUR

The Purposes of the Corporation are:

1. 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 to the Government of the United States of America, and fidelity to it's Constitution and Laws, to foster true patriotism, to maintain and extend the institutions of American Freedom, and to preserve and defend the United States from all her enemies, whomsoever.

2. To educate present and future citizens as to:

(a) the principles of American Freedom;

(b) the sacrifices made by the Armed Forces of the United States the securing and preservation thereof; and

(c) the efforts of those who seek to destroy our freedom from within and without.

3. To act as a charitable and benevolent organization for the purposes of promoting the welfare, alleviating the suffering, and assisting and aiding those who have served or who may serve, with military forces of the United States of America, in foreign lands during times of National peril, their widows and orphans, and dependents, as well as all other deserving citizens who may be subject of public charity in time of need.

4. To take by gift or devise and to purchase, sell, transfer, mortgage, and lease or rent real and personal property as shall be deemed necessary and incidental to carrying out the corporate powers for which this Corporation is created and which are within the scope of the United States.

5. To exercise such other powers as are granted by the Texas Non-Profit Corporation Act, which are not inconsistent with or in conflict with the Constitution and By-Laws of the Veterans of Foreign Wars of the United States and the By-Laws of the Department of Texas, Veterans of Foreign Wars of the United States.

ARTICLE FIVE

The STREET ADDRESS of the initial registered office of the Corporation is 2325 Rayford Rd. (Friendship Center), Spring Texas 77386.

The name of its initial registered agent at such address is C. Norm Brawner.

ARTICLE SIX

The initial Board of Directors shall consist of the duly elected and installed elective Officers of The Woodlands Post No. 12024, Veterans of Foreign Wars of the United States, together with the Post Adjutant, the said Board totaling eleven (11) in number; provided, however, that in the event the duly appointed Post Adjutant shall also hold an elective office, the number shall be reduced by one (1).

The following named directors whose names, addresses, and titles of Office are as follows shall serve as the initial Board: (The actual addresses of the listed have been held from this internet version on purpose)

<u>TITLE</u>	<u>NAME</u>	<u>CITY & STATE</u>	<u>ZIP CODE</u>
Commander:	C. Norm Brawner	Willis, TX	77378
Sr. Vice Commander:	Emery Heuermann	Spring, TX	77386

Jr. Vice Commander:	Gerald F. Mulvihill	Spring, TX	77373
Quartermaster:	Robert "Lee" Derby	Conroe, TX	77303
Judge Advocate:	Joe Hammand	The Woodlands, TX	77380
Chaplain:	Rodolphe Charest	Spring, TX	77386
Trustee:	Bob Singleton	Willis, TX	77378
Trustee:	Robert M. Mitchell	Conroe, TX	77384
Trustee:	Carl Smith	The Woodlands, TX	77381
Adjutant:	James P Bolin	Spring, TX	77379

For all Corporate purposes, the "Commander" of said Post shall be and in all things act as the "President" of this Corporation; the "Senior Vice Commander" of said Post shall be and in all things act as "First Vice President" of this Corporation; the "Junior Vice Commander" of said Post shall be and in all things act as the "Second Vice Commander" of this Corporation; the "Adjutant" of said Post shall be and in all things act as "Secretary" of this Corporation; and the "Quartermaster" of said Post shall be and in all things act as "Treasurer" of this Corporation.

ARTICLE SEVEN

The name and street address of each Incorporator is: (The actual street address has been withheld from this internet document on purpose).

<u>TITLE</u>	<u>NAME</u>	<u>CITY & STATE</u>	<u>ZIP CODE</u>
Commander:	C. "Norm" Brawner	Willis, TX	77378
Adjutant:	James P. Bolin	Spring, TX	77379
Quartermaster:	Robert "Lee" Derby	Conroe, TX	77303

ARTICLE EIGHT

1. The Woodlands Post No. 12024, Veterans of Foreign Wars as herein Incorporated under the Laws of the State of Texas is a subordinate unit of and shall at all times remain under the jurisdiction of and be governed according to the Constitution and By-Laws of the Veterans of Foreign Wars of the United States; in the event that any provision of these Articles of Incorporation conflicts with the National Charter and By-Laws of the Veterans of Foreign Wars of the United States, or the By-Laws of the Department of Texas, Veterans of Foreign Wars of the United States, such conflicting provision shall be deemed null and void and the National Charter and the National and/or Department By-Laws at all times govern, and

in no instance shall the purposes and objectives of this corporation conflict with those of the National or Department Organizations.

2. The qualifications of Members and the manner of their admission into this Corporation shall be as follows:

No person shall be a Member of this corporation unless having served honorably as an officer or enlisted person in one of the Armed Services of the United States of America in any foreign war, insurrection or expedition, which service shall be recognized as campaign service and governed by the authorization of the award of a campaign badge by the Government of the United States of America.

The active and voting membership of this corporation shall at all times consist of and be confined to the active membership in good standings in The Woodlands Post No. 12024, Veterans of Foreign Wars of the United States, with the 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.

3. The Directors of the Corporation shall consist of the duly installed and elected Officers of The Woodlands Post No. 12024, Veterans of Foreign Wars of the United States, together with the Adjutant and shall be named and set forth in Article Six wherein the initial Board of Directors of this Corporation is set forth.

The total number of Directors shall be diminished by one (1) when the Adjutant also holds an elective office. The number of Directors shall be subject to change in event of changes in the total number of elective Officers of The Woodlands Post No. 12024, being occasioned by amendments of the Constitution and By-Laws of the Veterans of Foreign Wars of the United States. The method of election, appointment, removal, installation or replacement of Directors together with their power, authority, and terms of office shall be governed by and be in accordance with the provisions of the Constitution and By-Laws of the Veterans of Foreign Wars of the United States as written at the time of adoption of these Articles of Incorporation, or as subsequently amended. NO person shall serve as Director of this Corporation unless he be a Member in good standing as defined in Section 2 of this Article. The Corporations registered agent shall be either an Officer or a Member in good standing of the Corporation as herein defined.

4. In the event of dissolution of this Corporation for any cause, all its assets shall be the property of The Woodlands Post No. 12024, Veterans of Foreign Wars of the United States, subject to claims of creditors, in accordance with the Constitution, By-Laws, Rules, and Regulations of the said Veterans of Foreign Wars of the United States, and at no time shall the assets of this Corporation be distributed or divided among the individual members of this Corporation. In the event of forfeiture by the Veterans of Foreign Wars of the United States of the Charter issued to said subordinate unit, Post No., the Veterans of Foreign Wars of the United States may, at its discretion, cause a dissolution of this Corporation to be instituted in event no dissolution is otherwise instituted.

5. These Articles of Incorporation shall be subject to amendment as provided by the Laws of the State of Texas, but shall not be amended without prior approval of any proposed amendments by the Commander-in-Chief of the Veterans of Foreign Wars of the United States and by the Commander of the Department of Texas, Veterans of Foreign Wars. As a prerequisite to their being submitted for approval to the Secretary of State of the State of Texas, these Articles of Incorporation shall be submitted to the Commander-in-Chief of the Veterans of Foreign Wars of the United States, who shall note by endorsement his approval hereof, both for the purpose of complying with the Constitution and By-Laws of

the Veterans of Foreign Wars of the United States and with Article 1302-3.01 of the Texas Miscellaneous Corporation Act.

IN WITNESS WHEREOF: We have hereunto set our hands this 23rd day of August 2004

Post Commander: C.N. Brawner

Post Adjutant: J.P. Bolin

Post Quartermaster: R.L. Derby

Certificate of approval of Charter by the Veterans of Foreign Wars of the United States.

Be it known that the foregoing Charter of The Woodlands Post No. 12024, Veterans of Foreign Wars of the United States is hereby approved for all purposes, including compliance with Section 708 of the Constitution and By-Laws of the Veterans of Foreign Wars of the United States and Article 1302-3.01 of the Texas Miscellaneous Corporation Act.

WITNESS MY HAND _____ DAY OF
_____. 20_____

Commander-In-Chief

Veterans of Foreign Wars of the United States

ATTEST:

Adjutant General

Veterans of Foreign Wars of the United States

This is an online version for members to view. For the original document, check with The Woodlands Post No. 12024's Adjutant.