

INSTRUCTIONS FOR POST INCORPORATION PAPERS

1. THE ENCLOSED FORM MUST BE COMPLETED IN THREE (3) ORIGINAL FORMS. NO PHOTOCOPIES WILL BE ACCETPED.
2. ADDRESS OF THE POST **MUST BE THE PHYSICAL ADDRESS** NO PO BOX WILL BE ACCEPTED.
3. FILING FEE FOR NON-PROFIT ORGANIZATION IS \$25.00 MADE PAYABLE TO **SECRETARY OF STATE OFFICE.**
4. MAIL ALL THREE (3) ORIGINAL FORMS TO DEPARTMENT HEADQUARTERS, ALONG WITH THE \$25.00 CHECK OR MONEY ORDER.
5. AFTER INCORPORATION PAPERS HAVE BEEN PROCESSED AND RETURNED TO HEADQUATERS, DEPARTMENT WILL FORWARD ONE SET ONTO THE POST.

IF YOU HAVE ANY QUESTIONS, PLEASE CALL DEPARTMENT HEADQUARTERS.

ARTICLES OF INCORPORATION

OF

POST NO. \_\_\_\_\_

THE AMERICAN LEGION, DEPARTMENT OF TEXAS

We, the undersigned natural persons of the age of eighteen (18) years or more, all being citizens of the State of Texas, and being duly elected and installed officers of: \_\_\_\_\_  
Post No. \_\_\_\_\_, The American Legion, Department of Texas, and acting as authorized by a majority vote of Members in attendance at a duly called meeting of the Membership of \_\_\_\_\_  
\_\_\_\_\_ Post No. \_\_\_\_\_ The American Legion, Department of Texas, held on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, 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 Incorporation for such Corporation.

ARTICLE ONE

The name of the Corporation is: \_\_\_\_\_ Post No. \_\_\_\_\_  
The American Legion, Department of Texas, \_\_\_\_\_, Texas.

ARTICLE TWO

The Corporation is a Non-Profit Veterans Corporation

ARTICLE THREE

The period of its duration is perpetual; subject to the National Constitution and By-Laws of The American Legion, as created by an Act of Congress (36 U.S.C.A. Sections 41-51).

ARTICLE FOUR

The purposes of the Non-Profit Corporation are:

1. The support of benevolent, charitable and educational institutions: assisting in a material way disabled veterans of the World Wars; and, in cooperating with the public school in sponsoring education week and in giving school awards for outstanding service and accomplishments among the student body in the public school and colleges of this state.
2. 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 National Constitution and By-Laws of The American Legion.

3. 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 National Constitution and By-Laws of The American Legion, and the Constitution and By-Laws of the Department of Texas, The American Legion.

ARTICLE FIVE

The Street Address of the initial registered office of the Corporation is: \_\_\_\_\_  
\_\_\_\_\_, Texas \_\_\_\_\_

The name of its initial registered agent at such address is: \_\_\_\_\_  
\_\_\_\_\_ (Name of your Post Commander or Adjutant.)

ARTICLE SIX

The initial Board of Directors shall consist of the duly elected and installed officers of  
\_\_\_\_\_ Post No \_\_\_\_\_

The American Legion, Department of Texas, as set out in the Constitution of Said Post, whether elective or appointed officers.

The following named directors, whose names, addresses, and titles of Office are as follows, shall serve as the initial Board:

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>	<u>CITY, STATE, ZIP CODE</u>
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COMMANDER: \_\_\_\_\_

VICE CMDR: \_\_\_\_\_

VICE CMDR: \_\_\_\_\_

VICE CMDR: \_\_\_\_\_

ADJUTANT: \_\_\_\_\_

FINANCE OFFICER: \_\_\_\_\_

JUDGE ADVOCATE: \_\_\_\_\_

SERVICE OFFICER: \_\_\_\_\_

HISTORIAN: \_\_\_\_\_

SGT-AT-ARMS: \_\_\_\_\_

CHAPLAIN: \_\_\_\_\_

For all Corporate purposes, the "Commander" of said Post shall be, and in all things, act as the "President" of this Corporation and the "First Vice Commander" of said Post shall be and in all things, act as the "First Vice President" of this Corporation; and the "Second Vice Commander" of this Corporation and the "Third Vice Commander", if any, shall be in all things the "Third Vice President" and the "Adjutant" of said Post shall be and in all things, act as the "Secretary" of the Corporation, and the "Finance Officer" of said Post shall be and in all things, act as the "Treasurer" of this Corporation.

ARTICLE SEVEN

The name and street address of each Incorporator is"

NAME	ADDRESS	CITY, STATE & ZIP
_____		
(Commander)		
_____		
(Vice Commander)		
_____		
(Adjutant)		
_____		
(Post Judge Advocate)		

ARTICLE EIGHT

1. \_\_\_\_\_ Post No. \_\_\_\_\_, The American Legion, Department of Texas, 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 National Constitution and By-Laws of The American Legion; in the event that any provision of these Articles of Incorporation conflicts with the National

Charter or Constitution and By-Laws of The American Legion, or the Constitution and By-Laws of The American Legion, Department of Texas, such conflicting provision shall be deemed null and void and the National Charter and the National and/or Department Constitution and By-Laws shall 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:

3. No person shall be a Member of this Corporation unless he has served honorable as an Officer or Enlisted Man in one of the Armed Services of The United States of America during any of the following periods of time.

April 6, 1917 through November 11, 1918

December 7, 1941 through December 31, 1946

June 25, 1950 through January 31, 1955

February 28, 1961 through May 7, 1975

August 24, 1982 through July 31, 1984

December 20, 1989 through January 31, 1990

August 2, 1990 to date of cessation of hostilities as determined by the Government of The United States

The active and voting membership of this Corporation shall at all times consist of and be confined to the active membership in good standing in \_\_\_\_\_

Post No. \_\_\_\_\_, The American Legion, Department of Texas, with eligibility to, acquiring of, suspension from, and discontinuance of membership being in accordance with the National and Department Constitution and By-Laws of The American Legion.

4. Directors of the Corporation shall consist of the fully installed and elected or appointed Constitution Officers of \_\_\_\_\_ Post No. \_\_\_\_\_, The American Legion,

Department of Texas and shall be named and set forth in Article Six hereof wherein the initial Board of Directors of this Corporation is set forth. The number of Directors shall be subject to change in even of changes in the total number of the elective or appointed Constitutional Officers of \_\_\_\_\_

\_\_\_\_\_ Post No. \_\_\_\_\_, being occasioned by amendments to the Post Constitution and By-Laws. 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 Post Constitution and By-Laws, as written at the time of the adoption of these Articles of Incorporation, or as subsequently amended, and consistent with the National and Department Constitutions and By-Laws. No person shall serve as a Director of this Corporation unless he be a member in good standing as defined in Section 2 of this Article. The Corporation's registered agent shall either be an Officer or a member in good standing of the Corporation as herein defined.

5. In the event of a dissolution of this Corporation for any cause, all its assets shall become the property of \_\_\_\_\_  
\_\_\_\_\_  
Post No. \_\_\_\_\_, The American Legion,  
Department of Texas, subject to claims of creditors; provided however that in the event of the forfeiture either  
simultaneously with or prior to dissolution of the Charter issued by the National American Legion to said  
subordinate unit, \_\_\_\_\_ Post No. \_\_\_\_\_  
title to all of the assets of this Corporation shall be in The American Legion, Department of Texas to be disposed  
of, subject to claims of creditors, in accordance with the National, this Corporation be distributed or divided among  
the individual members of this Corporation. In the event of forfeiture or consistent by The Department or the  
National American Legion of the Charter issued to said subordinate unit, \_\_\_\_\_  
\_\_\_\_\_  
Post No. \_\_\_\_\_, The American Legion,  
Department of Texas or The National American Legion may, at its discretion, cause an involuntary dissolution of  
this Corporation, to be instituted in event no dissolution is otherwise instituted, and all of the Corporation's assets  
shall become the property of The American Legion, Department of Texas.

6. Upon issuance of its non-profit corporate charter, said Post No. \_\_\_\_\_, The American Legion, Department of  
Texas, shall apply to the National American Legion to have its original Post Charter re-issued in this the new non-  
profit corporate name, thereby blending and merging the old non-profit American Legion Post identity and the new  
non-profit corporate identity so that only one entity shall remain, i.e., an incorporated, non-profit American Legion  
Post, but still under the jurisdiction of and considered to be a subordinate body of the National and Department  
American Legion organizations, and subject to the application to it of the general principles of Article 1403,  
V.A.T.S. as concerns the vesting of the Property of a demised subordinate body in the parent National and/or  
Department organizations, and further subject to the application to it of Section 3, Article III, National By-Laws,  
The American Legion.

7. These Articles of Incorporation shall be subject to amendments as provided for by the laws of the State of Texas,  
but shall not be amended without prior approval of any proposed amendments by The American Legion,  
Department of Texas. 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 American Legion, Department of Texas, which  
shall note by endorsement of its officers, its approval hereof, both for the purpose of complying with both the  
National and Department Constitutions and By-Laws, The American Legion and with Article 1302-3.01 of the  
Texas Miscellaneous Corporation Act.

IN WITNESS WHEREOF: we have hereunto set our hands this the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

\_\_\_\_\_  
POST COMMANDER - PRESIDENT, DIRECTOR & INCORPORATOR

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POST VICE COMMANDER - VICE PRESIDENT, DIRECTOR & INCORPORATOR

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POST ADJUTANT - SECRETARY, DIRECTOR & INCORPORATOR

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POST JUDGE ADVOCATE - DIRECTOR & INCORPORATOR

THE STATE OF TEXAS  
COUNTY OF \_\_\_\_\_

I, \_\_\_\_\_, a Notary Public, do hereby certify that on  
this the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, personally appeared before me:

\_\_\_\_\_ Post Commander - President  
Director & Incorporator  
\_\_\_\_\_ Post Vice Commander - Vice President  
Director & Incorporator  
\_\_\_\_\_ Post Adjutant - Secretary  
Director & Incorporator  
\_\_\_\_\_ Post Judge Advocate  
Director & Incorporator

Who, each being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as Incorporators, Officers and Directors, and that the statements therein are true.

IN WITNESS WHEREOF, I have hereunto set by hand and seal of office the day and year written above.

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NOTARY PUBLIC IN AND FOR

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COUNTY, TEXAS

My Commission expires:

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CERTIFICATE OF APPROVAL OF CHARTER

BY THE AMERICAN LEGION, DEPARTMENT OF TEXAS

Be it known that the foregoing Charter of \_\_\_\_\_  
Post No. \_\_\_\_\_, The American Legion, Department of Texas, is hereby approved for all purposes,  
including compliance with the National American Legion and Department of Texas Constitution and By-Laws and  
Article 1302-3.01 of the Texas Miscellaneous Corporation Act.

WITNESS MY HAND THIS \_\_\_\_\_ DAY OF  
\_\_\_\_\_, 20\_\_\_\_\_

FOR THE AMERICAN LEGION  
DEPARTMENT OF TEXAS

(Seal)

\_\_\_\_\_  
WILLIAM WEST, STATE ADJUTANT

\* \* \* \* \*

(filing fee - \$25.00 payable to - Secretary of State. Duplicate original of this application must be submitted.  
Transmit through Department Headquarters.)

(8/2001)