

May 2, 1960

Edwin D. Vaughan, Adjutant  
V.F.W. Post No. 3396  
1644 Hoyt Street  
Reno, Nevada

THROUGH CHANNELS

Re: Articles of Incorporation -  
(Approved)  
Silver State Post No. 3396  
Sparks, Nevada

Dear Comrade Vaughan:

Receipt is acknowledged of three copies of proposed Articles of Incorporation of Post No. 3396 submitted through Department Quartermaster Claude U. Shipley for the consideration of the Commander-in-Chief.

The records of this Headquarters show the chartered location of Post No. 3396 to be Sparks, Nevada. Article 4 of the instrument submitted lists the principal office as Reno. It is presumed that this does not constitute a change in location which would require processing under Section 206 of the National By-Laws.

Item (c) of Article 12 provides that in the event of a dissolution of the corporation, its assets "shall be the property of the Veterans of Foreign Wars of the United States." If the Post resumes functioning as an unincorporated association, then the assets would remain the property of the Post. Accordingly, we have taken the liberty of inserting the words and figures "Silver State Post No. 3396" before the word "Veterans" in line 2 of item (c) of Article 12. All outstanding copies should be made to reflect this change.

Examination of the remaining provisions fails to disclose objectionable material. Accordingly, with the understanding as to the chartered location of the Post and the disposition of assets, the papers are acceptable and, therefore, they are approved.

One copy of the approved Articles has been retained for our files, the others being herewith returned.

Yours in comradeship,

LOUIS G. FREIMANN,  
Commander-in-Chief

JD:D:glm  
encl. (2)  
Articles

by

JULIAN DICKINSON,  
Adjutant General

cc: Dept. Qm.  
cc: " Adj.

ARTICLES OF INCORPORATION

**SILVER STATE POST**

POST NO. **1396**

The undersigned, being three or more natural persons of lawful age, all of whom are citizens of the United States, do hereby adopt the following Articles of Incorporation, representing beforehand to the Secretary of State of Nevada and all persons whom it may concern, that the following Articles of Incorporation, and all matters heretofore done or hereafter to be done are in accordance with "An Act to incorporate Veterans of Foreign Wars, Department of Nevada, and all Veterans of Foreign Wars Posts within the State of Nevada", approved February 28, 1947, and all acts amendatory thereof and supplemental thereto.

1. The name of this incorporated subordinate unit of the Veterans of Foreign Wars of the United States shall be:

**SILVER STATE POST No. 1396**

**Veterans of Foreign Wars of the United States, Inc.**

2. The purpose or purposes for which it is formed are as follows:

(a) That the purpose of this corporation shall be fraternal, patriotic, historical, and educational; to preserve and strengthen comradeship among its members; to assist worthy comrades; to perpetuate 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 its 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. To have perpetual succession with power to sue and be sued in Courts of law and equity; to receive, hold, own, use and dispose of such real estate, personal property, money, contract, rights and privileges as shall be deemed necessary and incidental for its corporate purposes; to adopt, amend and apply, and administer by-laws and regulations to carry out its purposes, not inconsistent with the laws of the United States or of any state, and not inconsistent or in conflict with the Constitution and By-Laws of the Veterans of Foreign Wars of the United States.

(b) To establish, maintain and conduct a club and club rooms for the accomodation of its members; and to promote and sponsor any public or private entertainments, dances, tournaments, contests, or other meetings consistent with its other purposes expressed herein.

(c) The corporation shall not purchase, sell or mortgage real estate without notice therefor to the members of the corporation at a regular or special meeting called for such purpose and by vote of approval of a majority of those members present at such regular or special meeting called for such purpose.

3. The period during which it is to continue as a corporation is perpetual years.

4. The post office address of its principal office is:

**1644 Hoyt St., Reno, Nevada**

5. The name of its resident agent is:

**Edwin D. Vaughan, Quartermaster-Adjutant**

6. The post office address of its resident agent is:

16th Hoyt St., Reno, Nevada

7. MEMBERSHIP: The active and voting membership of this corporation shall at all times consist of, and be confined to, an active membership in good standing in:

SILVER STATE

Post No. 1196

Veterans of Foreign Wars of the United State, with 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.

8. The number of directors of this corporation shall be eleven (11).

9. The names and addresses of the first board of directors are as follows:

| <u>Name</u>               | <u>Office in Corporation</u> | <u>Office held in Post at time</u> | <u>No. &amp; St., City, County, State</u>               |
|---------------------------|------------------------------|------------------------------------|---|
| <u>Best E. Rose</u>       | <u>Commander</u>             | <u>Commander</u>                   | <u>305 K St., Washoe, Nevada</u>                        |
| <u>Henry A. Rice</u>      | <u>Sr. Vice Commander</u>    |                                    | <u>509 Winston Dr., Washoe, Nevada</u>                  |
| <u>William E. McGee</u>   | <u>Jr. " "</u>               | <u>" "</u>                         | <u>1302 - 4th St., Sparks, Washoe, Nevada</u>           |
| <u>Edwin D. Vaughan</u>   | <u>Qu-Adj.</u>               |                                    | <u>16th Hoyt St., Reno, Washoe, Nevada</u>              |
| <u>Clifford Flaggroth</u> | <u>Chaplain</u>              |                                    | <u>509 - 7th St., Sparks, Washoe, Nevada</u>            |
| <u>Henry Z. Guerin</u>    | <u>Judge Advocate</u>        |                                    | <u>215 - 15th St., Sparks, Washoe, Nevada</u>           |
| <u>Max L. Felt</u>        | <u>Trustee</u>               |                                    | <u>519 I St., Sparks, Washoe, Nevada</u>                |
| <u>Charles M. Drown</u>   | <u>"</u>                     |                                    | <u>14 East K St., Sparks, Washoe, Nevada</u>            |
| <u>Robert H. Foss</u>     | <u>"</u>                     |                                    | <u>2220 Brisbane Av., Reno, Washoe, Nevada</u>          |
| <u>Glenn H. Putman</u>    | <u>"</u>                     |                                    | <u>41, Triple G Trailer Ct., Sparks, Washoe, Nevada</u> |
| <u>All Board Members</u>  |                              |                                    |   |

10. The names and addresses of the incorporators are as follows: (The three trustees - according to the Nevada State Law.)

| <u>Name</u>             | <u>Street</u>                    | <u>City</u>   | <u>County</u> | <u>State</u>  |
|-------------------------|----------------------------------|---------------|---------------|---------------|
| <u>Charles M. Drown</u> | <u>14 East K St.</u>             | <u>Sparks</u> | <u>Washoe</u> | <u>Nevada</u> |
| <u>Robert H. Foss</u>   | <u>2220 Brisbane Ave.</u>        | <u>Reno</u>   | <u>Washoe</u> | <u>Nevada</u> |
| <u>Glenn H. Putman</u>  | <u>41 Triple G Trailer Court</u> | <u>Sparks</u> | <u>Washoe</u> | <u>Nevada</u> |

11. Statement of the property and estimate of the value thereof, to be taken over by this corporation at or upon its incorporation:

- a. Real Estate: None
- b. Personal Property: \$500.00 including cash
- c. Other property: None

12. (a) This incorporated subordinate unit of the Veterans of Foreign Wars of the United States 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 the By-laws of this corporation conflicts with the National Constitution and By-laws of the Veterans of Foreign Wars of the United States, such conflicting provision of this corporation shall be deemed null and void, and the National Constitution and By-laws shall at all times govern, insofar as they shall not be repugnant to the laws of the State of Nevada.

(b) The officers of the corporation, sometimes referred to as the directors, shall be eleven (11) in number, and their nomination, election or appointment, installation, power and authority shall be in accordance with the provisions of the National By-laws of the Veterans of Foreign Wars of the United States and the laws of the State of Nevada. Such directors shall consist of the following officers of the Post who may be duly elected or appointed to office: POST COMMANDER, who shall also correspond to, and serve as, PRESIDENT; POST SENIOR VICE COMMANDER; POST JUNIOR VICE COMMANDER; POST QUARTERMASTER, who shall also correspond to, and serve as TREASURER; POST ADJUTANT, who shall also correspond to, and serve as SECRETARY; POST ADVOCATE; POST CHAPLAIN; POST SURGEON; and three (3) POST TRUSTEES.

(c) In the event of a dissolution of this corporation, all of the assets shall be the property of <sup>Silver State Post No. 1196</sup> Veterans of Foreign Wars of the United States; and in event of the simultaneous dissolution of this corporation and of the forfeiture of the charter issued by the Veterans of Foreign Wars of the United States to said subordinate unit; then, and in that event, title to all of the assets of this corporation shall pass to the Veterans of Foreign Wars of the United States, to be disposed of in accordance with the By-laws of the Veterans of Foreign Wars of the United States and the laws of the State of Nevada. At no time shall the assets of the corporation be distributed among individual members thereof.

(At least 3 incorporators - the 3 trustees - sign here. Signatures must correspond to names as typed in Article 10.)

1. Charles M. Brown
2. Robert H. Jones
3. Glen H. Putman

STATE OF NEVADA )  
 ) SS:  
 COUNTY OF WASHOE )

Before me, a Notary Public in and for said County and State, personally appeared the following incorporators:

Charles M. Brown

Robert H. Jones

Glen H. Putman

and severally acknowledged the execution of the foregoing Articles of Incorporation.

WITNESS my hand and seal this 8th day of JANUARY 1960

Leslie M. Fry  
 NOTARY PUBLIC in and for said County and State.

My commission expires:

Commission Expires November 28, 1961

Approved:

Sam McDowell  
 Adjutant, Dept. of Nevada, V.F.W.

Leslie M. Fry  
 Commander, Dept. of Nevada, V.F.W.

APPROVED

5-7-60

-3- FOR THE COMMANDER IN CHIEF

William L. Johnson  
 ADJUTANT GENERAL