



## CITY COUNCIL AGENDA ITEM

Date: June 6, 2016  
To: Brian Kischnick, City Manager  
From: Aileen Dickson, City Clerk  
Subject: Request for Recognition as a Nonprofit Organization from OPERATION: COME H.O.M.E.

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### **History**

Attached is a request from Dan Broihan, Board Chairman and Executive Director for OPERATION: COME H.O.M.E., seeking recognition as a nonprofit organization for the purpose of obtaining a charitable gaming license for fundraising purposes.

### **Financial**

There are no financial considerations associated with this item.

### **Recommendation**

It has been City Management's practice to support the approval of such requests.

### **City Attorney's Review as to Form and Legality**

There are no legal considerations associated with this item.



**OPERATION:  
COME H.O.M.E.**  
Honor Our Military for Eternity

Dan Broihan  
4956 Crystal Creek Ln.  
Washington Twp., MI 48094,  
[Date]June 6, 2016

Mayor Dane Slater and Troy City Council  
Troy City Hall  
500 W. Big Beaver  
Troy, MI 48084

Dear Mayor Dane Slater and Troy City Council:

As the Founder and Board Chairman of OPERATION: COME H.O.M.E., a charitable, tax-deductible (501(c)3) organization providing assistance to all of our deserving veterans and their immediate family members in crisis. We provide temporary shelter and support them through their transition towards a new sustainable and permanent independence. We are currently in the planning and design phases, in cooperation with Woodside Bible Church and Dream Centers of Michigan, to build a 75+ unit permanent Veterans residence in Pontiac, MI.

I respectfully request consideration and approval for the formal resolution recognizing OPERATION: COME H.O.M.E. currently located at 4956 Crystal Creek Ln., Washington Twp., MI 48094, as a charitable, tax-deductible (501(c)3) organization to obtain a charitable gaming license from the State of Michigan Charitable Gaming Division.

This gaming license is being requested for an upcoming benefit car show to be held at Woodside Bible Church – Troy, located at 6600 Rochester Rd, on June 25<sup>th</sup>, 2016. We will be conducting “same day” raffles of relevant items to raise much needed monies for the advancement of the support and project.

Thank you for your consideration. I look forward to your determination.

Sincerely,

Dan Broihan

Board Chairman and Executive Director  
OPERATION: COME H.O.M.E.  
Cell: 248-878-9414



# CITY OF TROY

## SOLICITATION – FUND RAISING

Date Received: \_\_\_\_\_

File the following information with the City Clerk's Office at least 21 days prior to the time when the permit is desired. TIME SPAN FOR PERMIT IS NOT TO EXCEED NINETY (90) DAYS.

Name of Organization:

OPERATION: COME H.O.M.E.

Phone:

248-878-9414

Local Address:

4956 CRYSTAL CREEK LN. ~~WASHINGTON~~

City/Zip:

WASHINGTON 48094

Home Address (if different):

City/Zip:

Name of Parent Organization:

Address:

Local Representative/Officers:

Name	Title	Phone
DAN BROIHAN	BOARD CHAIRMAN EXEC. DIRECTOR	248-878-9414

Person in Charge of Solicitations: DAN BROIHAN

How are funds solicited: DONATION REQUEST / SAME DAY RAFFLE

Locations/Dates/Times:

Locations	Dates	Times
WOODSIDE BIBLE CHURCH 6600 ROCHESTER RD 48084	6/25/2016	10 AM TO 3 PM

To what purpose will you put these funds: AIDING VETERANS IN NEED / VET. HOMELESS

What is the requested amount for contribution: NO SPECIFIC DONATION REQUEST, RAFFLES WILL GENERALLY BE \$20-\$50/TICKET (DEPENDENT ON PRIZES) (MAKING LESS)





Charitable Gaming Division  
 Box 30023, Lansing, MI 48909  
 OVERNIGHT DELIVERY:  
 101 E. Hillsdale, Lansing MI 48933  
 (517) 335-5780  
 www.michigan.gov/cg

**LOCAL GOVERNING BODY RESOLUTION FOR CHARITABLE GAMING LICENSES**  
 (Required by MCL 432.103(9))

At a \_\_\_\_\_ meeting of the \_\_\_\_\_  
REGULAR OR SPECIAL TOWNSHIP, CITY, OR VILLAGE COUNCIL/BOARD

called to order by \_\_\_\_\_ on \_\_\_\_\_  
DATE

at \_\_\_\_\_ a.m./p.m. the following resolution was offered:  
TIME

Moved by \_\_\_\_\_ and supported by \_\_\_\_\_

that the request from \_\_\_\_\_ of \_\_\_\_\_  
NAME OF ORGANIZATION CITY

county of \_\_\_\_\_, asking that they be recognized as a  
COUNTY NAME

nonprofit organization operating in the community for the purpose of obtaining charitable

gaming licenses, be considered for \_\_\_\_\_  
APPROVAL/DISAPPROVAL

**APPROVAL**

**DISAPPROVAL**

Yeas: \_\_\_\_\_

Yeas: \_\_\_\_\_

Nays: \_\_\_\_\_

Nays: \_\_\_\_\_

Absent: \_\_\_\_\_

Absent: \_\_\_\_\_

I hereby certify that the foregoing is a true and complete copy of a resolution offered and

adopted by the \_\_\_\_\_ at a \_\_\_\_\_  
TOWNSHIP, CITY, OR VILLAGE COUNCIL/BOARD REGULAR OR SPECIAL

meeting held on \_\_\_\_\_  
DATE

SIGNED: \_\_\_\_\_  
TOWNSHIP, CITY, OR VILLAGE CLERK

PRINTED NAME AND TITLE

ADDRESS

COMPLETION: Required.  
 PENALTY: Possible denial of application.

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **MAY 12 2015**

OPERATION COME H O M E  
C/O DANNY BROIHAN  
4956 CRYSTAL CREEK LN  
WASHINGTON TWP, MI 48094

Employer Identification Number:  
47-2993820  
DLN:  
17053077333025  
Contact Person: CHRIS BROWN ID# 31503  
Contact Telephone Number:  
(877) 829-5500  
Accounting Period Ending:  
December 31  
Public Charity Status:  
170(b)(1)(A)(vi)  
Form 990 Required:  
Yes  
Effective Date of Exemption:  
November 11, 2014  
Contribution Deductibility:  
Yes  
Addendum Applies:  
No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

For important information about your responsibilities as a tax-exempt organization, go to [www.irs.gov/charities](http://www.irs.gov/charities). Enter "4221-PC" in the search bar to view Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, which describes your recordkeeping, reporting, and disclosure requirements.

Letter 947

OPERATION COME H O M E

We have sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,



Director, Exempt Organizations

April 21, 2015

Department of the Treasury  
Internal Revenue Service  
Tax Exempt and Government Entities  
P.O. Box 2508  
Cincinnati, OH 45201

RE: Request for Information  
OPERATION: COME H.O.M.E.  
EIN: 47-2993820

Mr. Chris Brown (ID# 0202973),

Thank you for your expeditious handling of our application for tax-exempt status. We have attached all of the information requested. Please let us know if there is anything else you need to process and complete the application.



Danny H. Broihan  
Director and Chairman  
4956 Crystal Creek Lane  
Washington, MI 48094  
(586) 256-4138

Agent: Joseph W. Sabelhaus, Esq.  
(248) 528-3151 ofc  
(248) 933-9992 cell

OPERATION: COME H.O.M.E.  
EIN: 47-2993820

**Information Requests**

**Item 1) Attestation as to the truth and correctness of the application and information provided.**

(Signed and attached)

**Item 2) Attestation that the organizing document has been amended to include dissolution distribution language.**

(Signed and attached)

**Item 3) Brief description of the programs conducted to achieve the stated purpose.**

Currently, there are no programs established. The Board of Directors of the Corporation thought it best to first incorporate and seek tax-exempt status prior to attempting to commence any programs within the stated purpose. We currently have a number of potential donors who like the concept and are anxious to fund the programs but we would like to be able to provide them a letter acknowledging their charitable donation.

OPERATION: COME H.O.M.E. (OCH) will be partnered with the Dream Centers of Michigan in Pontiac, Michigan. The Dream Centers will lease the land to OCH for the construction of dormitory-style housing for displaced veterans. The physical needs of shelter, food and clothing will be met at the OCH facility. Paid staff members will run the facility and much of the staffing will be done by volunteers organized by OCH. Many potential volunteers have already been identified. The Dream Centers of Michigan will provide the basic medical, dental, and emotional counseling in its currently-established facility which will be adjacent to the OCH housing facility. The Dream Centers of Michigan also has career counseling and job placement assistance in place. Initially, OCH will utilize all of these services of the Dream Centers of Michigan. As OCH is funded and expands, we plan to establish our own such assistance programs in-house to specifically meet the needs of displaced veterans.

Strategic alliances have been formed and will continue to be created with other local veterans organizations, other local non-profit foundations, the Dream Centers of Michigan and local churches to meet the funding and volunteer needs of OCH.

**Item 4) Form 2848 was submitted without signature.**

(Signed and attached) (Sorry about that!!)

OPERATION: COME H.O.M.E.  
EIN: 47-2993820

**Item 5) Projected Financial Data (Proposed Budgets) for future periods.**

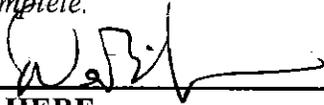
(Part IX "Financial Data" projections for 3 years attached)

**Information Request  
First Request**

**Information we need to make our determination**

1. Include the following declaration with your response, signed and dated by an officer, director, trustee, or other governing body member (not an authorized representative). You can sign and date the statement below or reproduce it in the body of your signed response. The declaration must accompany responses per Revenue Procedure 2015-4.

*Under penalties of perjury, I declare that I have examined this information, including accompanying documents, and, to the best of my knowledge and belief, the information contains all the relevant facts relating to the request for the information, and such facts are true, correct, and complete.*

  
\_\_\_\_\_  
**SIGN HERE**

April 21, 2015  
**Date**

2. Your organizing document does not meet the organizational test of IRC Section 501(c)(3). To meet these requirements, you must amend your organizing document to include an adequate dissolution clause, then, sign below to verify you completed the amendment. The following is an example of an acceptable dissolution clause:

**Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.**

See page 7 of the *Instructions for Form 1023* at [www.irs.gov](http://www.irs.gov) for more details and examples of specific language that meets the requirements. A corporation must file an amendment with the appropriate state agency.

Note: You don't need to submit a copy of your amendment.

**We amended our organizing document as indicated to include the above provision or other substantially similar wording that meets the requirements of Section 501(c)(3).**

X   
\_\_\_\_\_  
**SIGN HERE**

April 21, 2015

# Form 1023 Checklist

(Revised December 2013)

## Application for Recognition of Exemption under Section 501(c)(3) of the Internal Revenue Code

**Note.** Retain a copy of the completed Form 1023 in your permanent records. Refer to the General Instructions regarding Public Inspection of approved applications.

**Check each box to finish your application (Form 1023). Send this completed Checklist with your filled-in application. If you have not answered all the items below, your application may be returned to you as incomplete.**

- Assemble the application and materials in this order:
- Form 1023 Checklist
  - Form 2848, *Power of Attorney and Declaration of Representative* (if filing)
    - Form 8821, *Tax Information Authorization* (if filing)
    - Expedite request (if requesting)
  - Application (Form 1023 and Schedules A through H, as required)
  - Articles of organization
    - Amendments to articles of organization in chronological order
  - Bylaws or other rules of operation and amendments
    - Documentation of nondiscriminatory policy for schools, as required by Schedule B
    - Form 5768, *Election/Revocation of Election by an Eligible Section 501(c)(3) Organization To Make Expenditures To Influence Legislation* (if filing)
    - All other attachments, including explanations, financial data, and printed materials or publications. Label each page with name and EIN.
- User fee payment placed in envelope on top of checklist. DO NOT STAPLE or otherwise attach your check or money order to your application. Instead, just place it in the envelope.
- Employer Identification Number (EIN)
- Completed Parts I through XI of the application, including any requested information and any required Schedules A through H.
- You must provide specific details about your past, present, and planned activities.
  - Generalizations or failure to answer questions in the Form 1023 application will prevent us from recognizing you as tax exempt.
  - Describe your purposes and proposed activities in specific easily understood terms.
  - Financial information should correspond with proposed activities.
- Schedules. Submit only those schedules that apply to you and check either "Yes" or "No" below.
- |            |  |            |  |
|------------|--|------------|--|
| Schedule A | Yes ___ No <input checked="" type="checkbox"/> | Schedule E | Yes ___ No <input checked="" type="checkbox"/> |
| Schedule B | Yes ___ No <input checked="" type="checkbox"/> | Schedule F | Yes ___ No ___                                 |
| Schedule C | Yes ___ No <input checked="" type="checkbox"/> | Schedule G | Yes ___ No <input checked="" type="checkbox"/> |
| Schedule D | Yes ___ No <input checked="" type="checkbox"/> | Schedule H | Yes ___ No <input checked="" type="checkbox"/> |

- An exact copy of your complete articles of organization (creating document). Absence of the proper purpose and dissolution clauses is the number one reason for delays in the issuance of determination letters.
  - Location of Purpose Clause from Part III, line 1 (Page, Article and Paragraph Number) \_\_\_\_\_
  - Location of Dissolution Clause from Part III, line 2b or 2c (Page, Article and Paragraph Number) or by operation of state law \_\_\_\_\_
- Signature of an officer, director, trustee, or other official who is authorized to sign the application.
  - Signature at Part XI of Form 1023.
- Your name on the application must be the same as your legal name as it appears in your articles of organization.

Send completed Form 1023, user fee payment, and all other required information, to:

Internal Revenue Service  
P.O. Box 192  
Covington, KY 41012-0192

If you are using express mail or a delivery service, send Form 1023, user fee payment, and attachments to:

Internal Revenue Service  
201 West Rivercenter Blvd.  
Attn: Extracting Stop 312  
Covington, KY 41011

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS  
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

Date Received	(FOR BUREAU USE ONLY)
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	

Name OPERATION: COME H.O.M.E.		
Address 4956 Crystal Creek Lane		
City Washington,	State MI	ZIP Code 48094

EFFECTIVE DATE:

Document will be returned to the name and address you enter above.  
If left blank, document will be returned to the registered office.

**CERTIFICATE OF AMENDMENT TO THE ARTICLES OF ORGANIZATION**  
**For use by Limited Liability Companies**  
 (Please read information and instructions on the last page)

*Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned execute the following Certificate of Amendment:*

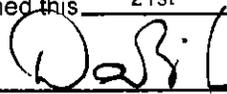
1. The present name of the limited liability company is: OPERATION: COME H.O.M.E.
2. The identification number assigned by the Bureau is: <span style="border: 1px solid black; padding: 2px 20px;">71499K</span>
3. The date of filing the original Articles of Organization was: <u>November 10, 2014</u>

4. Article <u>III</u> of the Articles of Organization is hereby amended to read as follows:  e. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes with the meaning of Section 501(c)(3) of the IRC, or corresponding section of any future federal tax code. Specifically, any assets remaining after discharging all obligations of the Corporation shall be distributed in equal shares to the following non-profit veterans organizations then in existence: the Yellow Ribbon Fund, the Disabled American Veterans (DAV) and the Veterans of Foreign Wars (VFW). Any such assets not disposed of shall be disposed of as determined by a court of competent jurisdiction.
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5. <input type="checkbox"/> The amendment was approved by a majority in interest if an operating agreement authorizes amendment of the articles of organization by majority vote.
<input checked="" type="checkbox"/> The amendment was approved by unanimous vote of all the members entitled to vote.

This document is hereby signed as required by Section 103 of the Act.

Signed this 21st day of April, 2015

By   
 (Signature of Member, Manager, or Authorized Agent)

Danny H. Broihan, Director and Chairman  
 (Type or Print Name and Capacity)

Preparer's Name Danny H. Broihan

Business telephone number ( 586 ) 256-4138

**INFORMATION AND INSTRUCTIONS**

1. This form maybe used to draft your Certificate of Amendment to the Articles of Organization. A document required or permitted to be filed under the act cannot be filed unless it contains the minimum information required by the act. The format provided contains only the minimal information required to make the document fileable and may not meet your needs. This is a legal document and agency staff cannot provide legal advice.
2. Submit one original of this document. Upon filing, the document will be added to the records of the Corporations, Securities & Commercial Licensing Bureau. The original will be returned to your registered office address unless you enter a different address in the box on the front of this document.  
  
Since this document will be maintained on electronic format, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. This Certificate is to be used pursuant to the provisions of section 603 of Act 23, P.A. of 1993, for the purpose of amending the Articles of Organization of a domestic limited liability company. Do not use this form for restated articles.
4. Item 2 - Enter the identification number assigned by the Bureau. If this number is unknown, leave it blank.
5. Item 4 - The article being amended must be set forth in its entirety. However, if the article being amended is divided into separately identifiable sections, only the sections being amended need to be included.
6. This document is effective on the date endorsed "Filed" by the Bureau. A later effective date, no more than 90 days after the date of delivery, may be stated as an additional article.
7. The Certificate must be signed by a manager if management is vested in one or more managers, a member if management remains in the members, or by an authorized agent of the company.
8. If more space is needed, attach additional pages. All pages should be numbered.
9. **NONREFUNDABLE FEE:** Make remittance payable to the State of Michigan. Include limited liability name and identification number on check or money order.....**\$25.00**

Submit with check or money order by mail:

Michigan Department of Licensing and Regulatory Affairs  
 Corporations, Securities & Commercial Licensing Bureau  
 Corporations Division  
 P.O. Box 30054  
 Lansing, MI 48909

To submit in person:

2501 Woodlake Circle  
 Okemos, MI  
 Telephone: (517) 241-6470

Fees may be paid by check, money order, VISA or Mastercard when delivered in person to our office.

MICH-ELF (Michigan Electronic Filing System):

First Time Users: Call (517) 241-6470, or visit our website at <http://www.michigan.gov/corporations>  
 Customer with MICH-ELF Filer Account: Send document to (517) 636-6437

LARA is an equal opportunity employer/program. Auxillary aids, services and other reasonable accommodations are available upon request to individuals with disabilities.

**b Specific acts not authorized.** My representative(s) is (are) not authorized to endorse or otherwise negotiate any check (including directing or accepting payment by any means, electronic or otherwise, into an account owned or controlled by the representative(s) or any firm or other entity with whom the representative(s) is (are) associated) issued by the government in respect of a federal tax liability.  
List any specific deletions to the acts otherwise authorized in this power of attorney (see instructions for line 5b):

**6 Retention/revocation of prior power(s) of attorney.** The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same matters and years or periods covered by this document. If you do not want to revoke a prior power of attorney, check here   
**YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.**

**7 Signature of taxpayer.** If a tax matter concerns a year in which a joint return was filed, each spouse must file a separate power of attorney even if they are appointing the same representative(s). If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer.  
**▶ IF NOT COMPLETED, SIGNED, AND DATED, THE IRS WILL RETURN THIS POWER OF ATTORNEY TO THE TAXPAYER.**

x  3/13/15 Director / Chairman of the Board of Directors  
Signature Date Title (if applicable)  
Danny H. Broihan OPERATION: COME H.O.M.E.  
Print Name Print name of taxpayer from line 1 if other than individual

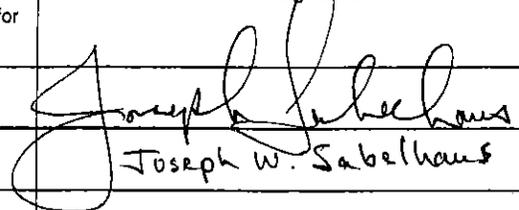
**Part II Declaration of Representative**

Under penalties of perjury, by my signature below I declare that:

- I am not currently suspended or disbarred from practice before the Internal Revenue Service;
- I am subject to regulations contained in Circular 230 (31 CFR, Subtitle A, Part 10), as amended, governing practice before the Internal Revenue Service;
- I am authorized to represent the taxpayer identified in Part I for the matter(s) specified there; and
- I am one of the following:
  - a Attorney—a member in good standing of the bar of the highest court of the jurisdiction shown below.
  - b Certified Public Accountant—duly qualified to practice as a certified public accountant in the jurisdiction shown below.
  - c Enrolled Agent—enrolled as an agent by the Internal Revenue Service per the requirements of Circular 230.
  - d Officer—a bona fide officer of the taxpayer organization.
  - e Full-Time Employee—a full-time employee of the taxpayer.
  - f Family Member—a member of the taxpayer's immediate family (for example, spouse, parent, child, grandparent, grandchild, step-parent, step-child, brother, or sister).
  - g Enrolled Actuary—enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Internal Revenue Service is limited by section 10.3(d) of Circular 230);
  - h Unenrolled Return Preparer—Your authority to practice before the Internal Revenue Service is limited. You must have been eligible to sign the return under examination and have prepared and signed the return. **See Notice 2011-6 and Special rules for registered tax return preparers and unenrolled return preparers in the instructions (PTIN required for designation h).**
  - i Registered Tax Return Preparer—registered as a tax return preparer under the requirements of section 10.4 of Circular 230. Your authority to practice before the Internal Revenue Service is limited. You must have been eligible to sign the return under examination and have prepared and signed the return. **See Notice 2011-6 and Special rules for registered tax return preparers and unenrolled return preparers in the instructions (PTIN required for designation i).**
  - k Student Attorney or CPA—receives permission to represent taxpayers before the IRS by virtue of his/her status as a law, business, or accounting student working in an LITC or STCP. See instructions for Part II for additional information and requirements.
  - r Enrolled Retirement Plan Agent—enrolled as a retirement plan agent under the requirements of Circular 230 (the authority to practice before the Internal Revenue Service is limited by section 10.3(e)).

**▶ IF THIS DECLARATION OF REPRESENTATIVE IS NOT COMPLETED, SIGNED, AND DATED, THE IRS WILL RETURN THE POWER OF ATTORNEY. REPRESENTATIVES MUST SIGN IN THE ORDER LISTED IN PART I, LINE 2. See the instructions for Part II.**

**Note.** For designations d-f, enter your title, position, or relationship to the taxpayer in the "Licensing jurisdiction" column. See the instructions for Part II for more information.

Designation— Insert above letter (a-r)	Licensing jurisdiction (state) or other licensing authority (if applicable)	Bar, license, certification, registration, or enrollment number (if applicable). See instructions for Part II for more information.	Signature	Date
A	Michigan	P45884	 Joseph W. Sabelhaus	3/13/15

**Part IX Financial Data**

For purposes of this schedule, years in existence refer to completed tax years. If in existence 4 or more years, complete the schedule for the most recent 4 tax years. If in existence more than 1 year but less than 4 years, complete the statements for each year in existence and provide projections of your likely revenues and expenses based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. If in existence less than 1 year, provide projections of your likely revenues and expenses for the current year and the 2 following years, based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. (See instructions.)

**A. Statement of Revenues and Expenses**

	Type of revenue or expense	Current tax year	3 prior tax years or 2 succeeding tax years			(e) Provide Total for (a) through (d)
		(a) From 1/1/15 To 12/31/15	(b) From 1/1/16 To 12/31/16	(c) From 1/1/17 To 12/31/17	(d) From To	
<b>Revenues</b>	<b>1</b> Gifts, grants, and contributions received (do not include unusual grants)	50,000	55,000	60,000		165,000
	<b>2</b> Membership fees received					
	<b>3</b> Gross investment income					
	<b>4</b> Net unrelated business income					
	<b>5</b> Taxes levied for your benefit					
	<b>6</b> Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge)					
	<b>7</b> Any revenue not otherwise listed above or in lines 9-12 below (attach an itemized list)					
	<b>8</b> Total of lines 1 through 7	50,000	55,000	60,000		165,000
	<b>9</b> Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (attach itemized list)					
	<b>10</b> Total of lines 8 and 9	50,000	55,000	60,000		165,000
<b>11</b> Net gain or loss on sale of capital assets (attach schedule and see instructions)						
<b>12</b> Unusual grants						
<b>13</b> Total Revenue Add lines 10 through 12	50,000	55,000	60,000		165,000	
<b>Expenses</b>	<b>14</b> Fundraising expenses					
	<b>15</b> Contributions, gifts, grants, and similar amounts paid out (attach an itemized list)	40,000	45,000	50,000		
	<b>16</b> Disbursements to or for the benefit of members (attach an itemized list)					
	<b>17</b> Compensation of officers, directors, and trustees					
	<b>18</b> Other salaries and wages			2,000		
	<b>19</b> Interest expense					
	<b>20</b> Occupancy (rent, utilities, etc.)					
	<b>21</b> Depreciation and depletion					
	<b>22</b> Professional fees	5,000	3,000	3,000		
	<b>23</b> Any expense not otherwise classified, such as program services (attach itemized list)					
	<b>24</b> Total Expenses Add lines 14 through 23	45,000	48,000	55,000		

# Financial Projection Worksheet For IRS Form 1023

	1st Year	2nd Year	3rd Year	
<b>Support and Revenue Plus Increase:</b>	<b>0%</b>	<b>10%</b>	<b>10%</b>	<b>Monthly</b>
Online PayPa / Credit Cards	\$44,400.00	\$48,840.00	\$53,724.00	\$3,700.00
Checks	\$0.00	\$0.00	\$0.00	\$0.00
Cash Donations	\$0.00	\$0.00	\$0.00	\$0.00
Grants	\$0.00	\$0.00	\$0.00	\$0.00
In kind Donations	\$0.00	\$0.00	\$0.00	\$0.00
Equipment Donations	\$0.00	\$0.00	\$0.00	\$0.00
Sponsorships	\$0.00	\$0.00	\$0.00	\$0.00
Member Dues	\$0.00	\$0.00	\$0.00	\$0.00
Fees for Services	\$0.00	\$0.00	\$0.00	\$0.00
Fundraisers	\$2,004.00	\$2,204.40	\$2,424.84	\$167.00
Sales (Website Merchandise, etc)	\$3,600.00	\$3,960.00	\$4,356.00	\$300.00
Other - (Explain If Any)	\$0.00	\$0.00	\$0.00	\$0.00
<b>Total:</b>	<b>\$50,004.00</b>	<b>\$55,004.40</b>	<b>\$60,504.84</b>	<b>\$4,167.00</b>

	1st Year	2nd Year	3rd Year	
<b>Internal and Program Expenses Plus Increase:</b>	<b>0%</b>	<b>5%</b>	<b>5%</b>	<b>Monthly</b>
Funds Spent On Actual Programs	\$43,104.00	\$47,759.40	\$52,897.59	
Accounting / Bookkeeping	\$300.00	\$315.00	\$330.75	\$25.00
Fundraising Expenses	\$0.00	\$0.00	\$0.00	\$0.00
Insurance	\$0.00	\$0.00	\$0.00	\$0.00
Legal Fees	\$360.00	\$378.00	\$396.90	\$30.00
Postage	\$240.00	\$252.00	\$264.60	\$20.00
Printing	\$360.00	\$378.00	\$396.90	\$30.00
Rent (Facilities)	\$0.00	\$0.00	\$0.00	\$0.00
Rent (vehicles)	\$0.00	\$0.00	\$0.00	\$0.00
Employee Salaries	\$3,600.00	\$3,780.00	\$3,969.00	\$300.00
Office Supplies & Software	\$600.00	\$630.00	\$661.50	\$50.00
Tax	\$0.00	\$0.00	\$0.00	\$0.00
Telephone	\$720.00	\$756.00	\$793.80	\$60.00
Travel	\$0.00	\$0.00	\$0.00	\$0.00
Fuel	\$240.00	\$252.00	\$264.60	\$20.00
Lodging	\$0.00	\$0.00	\$0.00	\$0.00
Licensing Fees	\$0.00	\$0.00	\$0.00	\$0.00
Meals	\$240.00	\$252.00	\$264.60	\$20.00
Professional Fees (Explain If Any)	\$0.00	\$0.00	\$0.00	\$0.00
Legislation Influence	\$0.00	\$0.00	\$0.00	\$0.00
Training	\$240.00	\$252.00	\$264.60	\$20.00
Other (Explain If Any)	\$0.00	\$0.00	\$0.00	\$0.00
<b>Total:</b>	<b>\$50,004.00</b>	<b>\$55,004.40</b>	<b>\$60,504.84</b>	<b>\$575.00</b>

**Net Revenue Minus Expenses:**    \$0.00    \$0.00    \$0.00

<b>Percentage Of Internal Expenses:</b>	<b>13.80%</b>	<b>13.17%</b>	<b>12.57%</b>	<b>(Decreasing)</b>
<b>Percentage Of Funds Spent On Actual Programs:</b>	<b>86.20%</b>	<b>86.83%</b>	<b>87.43%</b>	<b>(Increasing)</b>

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS  
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU

Date Received

NOV 07 2014

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

FILED

NOV 10 2014

BY ADMINISTRATOR  
CORPORATIONS DIVISION

Name Danny H. Broihan		
Address 4956 Crystal Creek Lane		
City Washington,	State MI	ZIP Code 48094

EFFECTIVE DATE: 11/11/2014

Document will be returned to the name and address you enter above.  
If left blank, document will be returned to the registered office.

71499K

ARTICLES OF INCORPORATION  
For use by Domestic Nonprofit Corporations  
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is:

Operation: Come H.O.M.E.

ARTICLE II

The purpose or purposes for which the corporation is organized are:

The corporation is organized and at all times shall be operated exclusively for charitable, educational and community service purposes within the meaning of Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1968 or the corresponding provisions of any future US Internal Revenue laws (the "Code"). The overall purpose of this Corporation is to receive and administer funds and conduct activities, all in support of the mission and vision of Operation: Come H.O.M.E. which is to support, guide, educate, provide for and aid local military veterans and/or their immediate family members struggling to once again become productive members of society. The Corporation shall have all of the powers conferred on nonprofit corporations by the Act, including the power to contract, rent, buy or sell personal or real property, exercisable in furtherance of its purposes.

ARTICLE III

1. The corporation is organized upon a Nonstock basis.  
(Stock or Nonstock)

2. If organized on a stock basis, the total number of shares which the corporation has authority to issue is \_\_\_\_\_ If the shares are, or are to be, divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences and limitations of the shares of each class are as follows:

af \$2000 only 193581

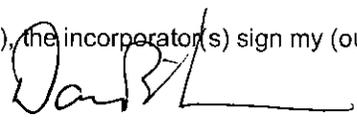


ADJUSTED PURSUANT TO *letter*  
TELEPHONE AUTHORIZATION

Use space below for additional Articles or for continuation of existing Articles. Please identify any Article being continued or added. Attach additional pages if needed.

*Article VI: articles effective November 11, 2014*

I, (We), the incorporator(s) sign my (our) name(s) this 6th day of November, 2014



Danny H. Broihan

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**BYLAWS**  
**OF**  
**OPERATION: COME H.O.M.E.**

**ARTICLE 1. OFFICE AND PURPOSE**

**Section 1.01. Offices**

The principal and registered office of OPERATION: COME H.O.M.E., a Michigan non-profit corporation (the "Corporation") for the transaction of its business is located at 4956 Crystal Creek Lane, Washington Twp. MI, 48094.

**Section 1.02. Change of Address**

The Board of Directors may change the location of the Corporation and such change of address shall not be deemed an amendment of these Bylaws.

**Section 1.03. Other Offices**

The Corporation may maintain additional offices as its business may require and as the Board of Directors may from time to time determine.

**Section 1.04. Purpose**

The purposes of the Corporation are set forth in Article II of the Corporation's Articles of Incorporation as originally filed with the Michigan Department of Labor and Economic Growth, Bureau of Commercial Services, Corporate Division, on November 6, 2014 and approved by the State on November 11, 2014.

The specific purpose for which the corporation as organized is to proclaim the Good News of salvation in the Lord Jesus Christ by suitable media including evangelistic outreach using personal evangelism, television, radio, crusade, conventions, outdoor activities, and missions. The main focus will be promoting the emotional, physical, spiritual, and social well-being of veterans and their immediate families throughout the United States of America.

## **ARTICLE 2. DIRECTORS**

### **Section 2.01. Number**

The Corporation shall have an odd number of Directors and a minimum of five (5) Directors who collectively shall be known as the Board of Directors. The Board of Directors of OPERATION: COME H.O.M.E. will appoint the initial Chairman of the Board of Directors and all such subsequent Chairmen.

The Board of Directors of OPERATION: COME H.O.M.E. has the authority and will appoint, as soon as reasonably possible, successors to fill any vacancies left by departing Directors.

The number of Directors may be changed by amendment of this Bylaw, or the repeal of this Bylaw and adoption of a new Bylaw, as provided in Section 9.02 of these Bylaws.

### **Section 2.02. Powers**

Subject to any limitations contained in the Articles of Incorporation, the Directors shall exercise the powers of the Corporation, control its property, and conduct its affairs.

### **Section 2.03. Duties**

The Board of Directors may take any lawful action consistent with the operation of the Corporation and which is not by law, by the Articles of Incorporation or by the Bylaws required to be taken by any other party. Further, the Board of Directors is to:

(a) Receive and administer funds and conduct activities, all in support of the mission and vision of the Corporation and in accordance with Article II of the Articles of Incorporation.

(b) Perform any and all duties imposed on them and to exercise such powers granted to them collectively or individually by law, by the Articles of Incorporation, or by these Bylaws, including the following:

1. To have general charge of the affairs, property and assets of the Corporation and to carry out the aims and purposes of this Corporation.

2. To ensure that all assets of the Corporation are (i) used in accordance with Section 1.04 of these Bylaws only for charitable purposes, (ii) managed so as to produce a reasonable return of net income over a reasonable period of time, (iii) disbursed at such time and for such charitable purposes consistent with the Articles of Incorporation and these Bylaws as directed by the Corporation's Board of Directors, and (iv) used only for those purposes and in such manner as to ensure the qualification of gifts as deductible in computing any applicable Federal income, gift, or estate tax of the donor or his estate and to ensure continued qualification of the Corporation for exemption from Federal Income Tax as a qualified charitable organization described in sections 501(c)(3) and 509(a)(3) of the Code. For purposes of these Bylaws,

"charitable purposes" include educational, religious, housing, health care, scientific, public and other purposes, contributions for which are deductible under Sections 170(c)(1) and 170(c)(2)(B) of the Internal Revenue Code of 1986, as amended, or successor provisions of similar import.

(c) Appoint, remove, employ, discharge, prescribe duties and fix the compensation, if any, of all agents and employees of the Corporation.

(d) Supervise all officers, agents, and employees of the Corporation to ensure that their duties are properly performed.

(e) Meet at such times and places as required by these Bylaws.

(f) Register their addresses with the Secretary of the Corporation. Notices of meetings mailed or electronically mailed to them at such address shall be valid notices thereof.

#### **Section 2.04. Qualifications of Directors**

The individuals comprising the Board of Directors of the Corporation shall be subject to the following qualifications:

(a) Each Director must be at least eighteen (18) years old, a citizen and resident of the United States, and a person of good reputation in the community.

(b) Each Director shall be selected for their knowledge of and concern for the developmental, spiritual and educational needs of Veterans throughout the United States without regard to race, sex, color, or national origin.

(c) Each Director must exhibit a consistent record of personal financial stability and a spirit of personal charitable altruism prior to and during his/her period of membership.

(d) No individual shall be elected as a Director who would be considered a "disqualified person" as that term may from time to time be defined in the appropriate section of the Internal Revenue Code, other than by reason of serving on the Board.

#### **Section 2.05. Terms of Office**

The Directors serve at the pleasure of the Board of Directors of OPERATION: COME H.O.M.E. The term of office of all of the Directors shall be perpetual until an individual Director chooses to resign or until the Board chooses to terminate the term of office of a Director or until the Director becomes "unqualified" per Section 2.04.

#### **Section 2.06 Compensation**

Directors shall serve without compensation, but they may be paid their actual and necessary expenses incurred in attending Directors' meetings.

## **Section 2.07. Meetings**

- (a) Meetings shall be held at such place that has been designated by the Chairman of the Board of Directors. In the absence of such designations, meetings shall be held at the principal office of the Corporation.
- (b) The annual meeting of the Board of Directors shall be held in March.
- (c) Regular meetings shall be held at least semiannually. Special meetings may be held as necessary.
- (d) Special meetings of the Board of Directors may be called by the Chairman of the Board or, if he is absent or is unable or refuses to act, by any majority of the Directors. Such meetings shall be held as designated by the person or persons calling the meeting and, in the absence of such designation, at the principal office of the Corporation.
- (e) The Secretary of the Corporation, or other person designated by the Chairman, shall deliver written or printed notice of the time and place of meetings of the Board to each Director personally or by United States mail, by facsimile, or by electronic mail at least five (5) days prior to the date of the meeting. If sent by mail, the notice shall be deemed delivered on its deposit in the United States mail system. If sent by facsimile or by email, the notice shall be deemed delivered upon confirmation of transmission. Such notice shall be addressed to each Director at his address, facsimile number or email address as shown on the books of the Corporation. No notice need be given to any Director who submits a signed waiver of notice before or after a meeting or who attends a meeting without protesting any lack of notice.
- (f) The transactions of any meeting of the Board, however called and noticed or wherever held, are as valid as though the meeting had been duly held after proper call and notice provided a quorum, as hereinafter defined, is present and provided that either before or after the meeting each of the Directors not present signs a waiver of notice, a consent to holding the meeting, or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Except as otherwise expressly provided in these Bylaws or in the Articles of Incorporation, no business shall be considered by the Board at any meeting at which a quorum is not present and the only motion which the Chair shall entertain at such meeting is a motion to adjourn.
- (g) All meetings of Directors shall be governed by Robert's Rules of Order, as such rules may be revised from time to time, insofar as such rules are not inconsistent or in conflict with these Bylaws, with the Articles of Incorporation, or with applicable law.
- (h) Meetings of Directors shall be presided over by the Chairman of the Board, or in his absence, by an interim chairman chosen by a majority of the Directors present. The Secretary of the Corporation shall act as Secretary of the Board of Directors. In case the Secretary is absent from any meeting of Directors, the presiding officer may appoint any person to act as secretary for the meeting.

(i) A quorum for the initial Board comprised of five (5) Directors shall consist of four (4) Directors. The quorum requirement is met if Directors attend the meeting in person, by teleconference or other electronic media, with the full Board's ability to hear and speak.

#### **Section 2.08. Board Action**

(a) Every decision made by at least three (3) of the Directors present at a meeting duly held at which a quorum is present is the act of the Board of Directors, unless the law, the Articles of Incorporation or these Bylaws require a greater number.

(b) Each Director shall be entitled to one vote on each matter submitted to a vote of the Directors. Voting at duly held meetings shall be by voice vote, except as otherwise expressly provided in the Articles of Incorporation or in these Bylaws.

(c) Notwithstanding the provisions of Paragraph (b) hereof, should the Chairman determine that time is of the essence for a certain matter and a meeting cannot be properly convened, a vote may be conducted by mail, email, teleconference or other electronic media in such manner as the Board of Directors shall determine subject to Section 2.09 below.

(d) No single vote shall be split into fractional votes and cumulative voting shall not be authorized.

(e) Directors shall not be permitted to vote or act by proxy.

#### **Section 2.09. Action by Unanimous Written Consent Without Meeting**

Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if all 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. Such action by written consent shall have the same force and effect as the unanimous voice vote of such Directors. Such written consent may be documented by copies of mail or email transmissions.

#### **Section 2.10. Removal of Directors**

Directors serve at the pleasure of the Board of Directors of OPERATION: COME H.O.M.E. which may remove and, in their discretion, replace a Director at any time. Any individual Director may be removed from office at any time by the vote of two-thirds (2/3rds) of the members of the Corporation's Board at a regular meeting or at a meeting duly called for that purpose provided that the Board of Directors of OPERATION: COME H.O.M.E. provides its prior written approval of such removal. If any Director is so removed, the Board of Directors of OPERATION: COME H.O.M.E. will select a new Director who shall hold office as soon as reasonably possible.

### **Section 2.11. Vacancies**

Vacancies in the Board of Directors shall exist on the death, resignation or removal of any Director and whenever the number of Directors authorized is increased.

(a) The Board of Directors may declare vacant the office of a Director if that Director (1) is declared a legally incapacitated individual by an order of a court of proper jurisdiction; (2) is convicted of a felony; (3) within sixty (60) days after notice of his election he does not accept the office either in writing or by attending a meeting of the Board of Directors; (4) fails to qualify as a Director per Section 2.04 of these Bylaws; (5) fails to attend three (3) consecutive regular meetings of the Board without excuse acceptable to the Board; (6) chooses to resign.

(b) Vacancies caused by the death, resignation, removal or disability of a Director, or by an amendment of these Bylaws increasing the number of Directors authorized, shall be filled by selection by the Board of Directors of OPERATION: COME H.O.M.E.

(c) If the Board of Directors accepts the resignation of a Director tendered to take effect at a future time, the Board of Directors of OPERATION: COME H.O.M.E. may select a successor to take office when the resignation becomes effective.

(d) A person selected as a Director to fill a vacancy shall hold office for the unexpired term of his predecessor or until his removal or resignation.

## **ARTICLE 3. OFFICERS**

### **Section 3.01. Number and Titles**

All officers of the Corporation shall also be members of the Board of Directors. The officers of the Corporation shall be a Chairman, a Secretary and a Treasurer. The Corporation may also have, at the discretion of the Board of Directors, such other officers as may be appointed in accordance with the provisions of Section 3.03 of this Article. One person may hold two or more offices, except those of Chairman and Secretary.

### **Section 3.02. Qualification, Election and Term of Office**

Officers, other than the Chairman and those appointed pursuant to Section 3.03 or Section 3.05 of this Article, shall be elected annually by the Board of Directors at the annual meeting, and each officer shall hold office until the termination of his term, resignation, removal or disqualification, whichever occurs first.

### **Section 3.03. Subordinate Officers**

The Board of Directors may appoint such other officers or agents as it may deem desirable, and such officer shall serve such terms, have such authority, and perform such duties as may be described by the Board of Directors.

### **Section 3.04. Removal and Resignation**

Any officer may be removed, either with or without cause, by a two-thirds ( 2/3rds) vote of the Directors at any regular or special meeting of the Board. Any officer may resign at any time by giving written notice to the Board of Directors or to the Chairman or Secretary of the Corporation. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

### **Section 3.05. Vacancies**

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the Board of Directors of OPERATION: COME H.O.M.E. for the unexpired portion of the term. In the event of a vacancy in any office other than that of Chairman, such vacancy may be filled temporarily by appointment by the Chairman until such time as the Board of Directors of OPERATION: COME H.O.M.E. shall determine.

### **Section 3.06. Duties of Chairman**

The Chairman shall preside at all meetings of the Board. The Chairman shall perform such duties and functions that the Board shall assign to him from time to time. Except as expressly provided by law, by the Articles of Incorporation, or by these Bylaws, he shall, in the name of the Corporation, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the Board of Directors.

### **Section 3.07. Duties of Secretary**

The Secretary shall:

(a) Certify Bylaws: Certify and keep at the principal office of the Corporation the original, or a copy, of these Bylaws as amended or otherwise altered to date.

(b) Keep Minutes of Meetings: Keep at the principal office of the Corporation or at such other place as the Board of Directors may order, a book of minutes of all meetings of the Directors, recording therein: (1) the time and place of holding, (2) whether regular or special, and, if special, how authorized, (3) notice thereof given, (4) the names of those present at the meetings and (5) and the proceedings thereof.

(c) Give Notices: See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law.

(d) Be Custodian of Records and Seal: Be custodian of the records and of the seal of the Corporation.

(e) Exhibit Records to Directors: Exhibit at all reasonable times to any Director of the Corporation, the Bylaws and the minutes of the proceedings of the Directors of the Corporation.

(f) Perform Other Duties: In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation of this Corporation, or by these Bylaws, or which may be assigned to him by the Board of Directors.

### **Section 3.08. Duties of Treasurer**

Subject to the provisions of Article 6 of these Bylaws, the Treasurer shall:

(a) Have Custody of and Charge of Funds: Have charge and custody of, and be responsible for, all funds and securities of the Corporation, and deposit all such funds in the name of the Corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors.

(b) Receive Funds: Receive and give receipt for monies due and payable to the Corporation. Receive and give receipt for, protect, maintain and manage all non-cash assets donated to the Corporation. Liquidate such assets at appropriate times in order to maximize the financial benefit of the asset to the Corporation.

(c) Disburse Funds: Disburse, or cause to be disbursed, the funds of the Corporation and provide receipt acknowledgement for such disbursements.

(d) Maintain Accounts: Keep and maintain adequate and correct accounts of the Corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gain and losses.

(e) Exhibit Accounts: Exhibit at all reasonable times the books of account and financial records to any Director of the Corporation on request therefore.

(f) Render Reports: Render to the Chairman and Directors, whenever he or they request it, an account of any or all of the transactions as Treasurer. Each quarter, provide a statement of the financial condition of the Corporation.

(g) Prepare Statements: Prepare, or cause to be prepared, and certify the financial statements to be included in the annual report.

(h) Give Bond: If required by the Board of Directors, give a bond for the faithful discharge of his duties in such sum and with such surety as the Board of Directors shall determine. This bond is to be paid for by the Corporation.

(i) Perform Other Duties: In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be assigned to him by the Board of Directors.

### **Section 3.10. Compensation**

Officers of the Corporation will serve without compensation from the Corporation.

## **ARTICLE 4. COMMITTEES**

### **Section 4.01. Standing Committees**

The Corporation may have any or all of the following Standing Committees or any other Standing Committee which, in the opinion of the Board of Directors, may be appropriate to carrying out the intents and purposes of the Articles and Bylaws of the Corporation, each of which, in the event of its establishment, shall be chaired by a Director.

(a) Marketing and Public Relations Committee: The Marketing and Public Relations Committee shall be chaired by a Director and shall consist of members of the Board of Advisors selected by him. The committee shall assist the Chairman to develop and implement a marketing plan, posture the Corporation for public response, answer complaints against the Corporation, and plan and execute such public relations programs, and perform such other duties as may be directed from time to time by the Board of Directors. Any expenditure of corporate funds by the Committee shall require approval of the Board. The Committee shall meet at such times and places as directed by its Chairman or by the Board.

(b) Investment Committee: The Investment Committee shall be chaired by a Director and shall consist of members of the Board of Advisors selected by him. The committee shall research and recommend investment strategies to the Board of Advisors. This Committee shall conduct its activities consistent with fiduciary "prudent investor" standards.

(c) Board Development Committee: The Board Development Committee shall be chaired by a Director and members of the Board of Advisors selected by him. The committee shall review and submit candidates for selection on both the Board of Directors and Board of Advisors and shall provide orientation for new members of the Board of Directors and Board of Advisors.

(d) Ad Hoc Committees: Ad Hoc Committees for specific purposes or activities may be designated from time to time by resolution of the Board of Directors. Members of such committees shall be appointed by their respective Chairmen in such number as the Chairmen deem advisable, unless otherwise provided by the Board in its resolution designating any such Committee. Except as otherwise provided in such resolution, Committee Chairmen shall be Directors of the Corporation.

### **Section 4.02. Terms of Office**

The Chairman and each member of a Standing Committee shall serve until the next annual meeting of Directors, or until such Committee is sooner terminated, or until he is

removed as a Director or officer of the Corporation, or until he shall otherwise cease to qualify as a Chairman or member, whichever occurs first. Chairmen and members of Ad Hoc Committees shall serve as such for the life of the Committee unless they are sooner removed, resign, or cease to qualify as the Chairman or member.

#### **Section 4.04. Vacancies**

Vacancies on any committee may be filled for the unexpired portion of the term in the same manner as provided in the case of original appointments.

#### **Section 4.05. Quorum/Vote**

Seventy-five (75%) of a Standing Committee shall constitute a quorum of such Committee and the act of a majority (51%) of the members present at a meeting in which a quorum is present shall be the act of the Committee. The quorum requirement may be met in the same manner as is provided for meetings of the Board of Directors. Unless otherwise provided in the resolution of the Board of Directors designating the Committee, Ad Hoc Committees shall act under the direction of their respective Chairmen without any requirements as to a quorum.

#### **Section 4.06. Rules**

Each Committee may adopt rules for its own government and procedure not inconsistent with law, with these Bylaws, or with the rules and regulations adopted by the Board of Directors.

### **ARTICLE 5. BOARD OF ADVISORS**

#### **Section 5.01. Membership of Board of Advisors**

The Board of Directors, by a majority vote of its members, may designate no less than five (5) and no more than fifteen (15) people to constitute a Board of Advisors to the Corporation. Any person who meets the requirements of Section 2.04 and who is not a Director of the Corporation is eligible to be selected as a member of the Board of Advisors. Each member of the Board of Advisors shall serve indefinitely at the discretion of the Board.

#### **Section 5.02. Duties**

The Board of Advisors, selected as persons of wisdom, shall perform such functions and render such advice and counsel as may be designated from time to time by the Board of Directors. The functions shall be advisory in nature and shall not conflict with or impose upon the duties and powers of the Board of Directors.

#### **Section 5.03. Meetings**

Meetings of the Board of Advisors shall be held at such time and place which the Board of Directors shall direct.

The Secretary of the Corporation shall deliver personally, electronically or by United States mail, written notice of the time and place of each meeting at least five (5) days prior to such meeting.

#### **Section 5.04. Compensation**

Members of the Board of Advisors shall serve without compensation except that they may be allowed and paid their actual expenses incurred in attending meetings.

### **ARTICLE 6. EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS**

#### **Section 6.01. Execution of Documents**

The Board of Directors, except as otherwise provided in these Bylaws, may by resolution authorize any officers or agent of the Corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it financially liable for any purpose or in any amount.

#### **Section 6.02. Checks and Notes**

Except as otherwise specifically determined by resolution of the Board of Directors, as provided in Section 6.01, or as otherwise required by law, checks, drafts, promissory notes, order for payment of money and other evidences of indebtedness of the Corporation shall be signed by the Treasurer and countersigned by the Chairman of the Corporation or, in the alternative, by the Treasurer and by the Bookkeeper of the Corporation. All three of these individuals will be signatories on any and all financial accounts of the Corporation. Two of the three individuals must sign each check/disbursement but the Treasurer must always be one of the signers.

#### **Section 6.03. Deposits**

All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

#### **Section 6.04 Gifts**

The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the general purposes of the Corporation. Although Donors may designate that a gift for a specific purpose, Donors should be instructed to donate in such a manner which allows the Corporation to freely and effectively employ the transferred assets or the income derived therefrom in furtherance of the charitable purposes of the Corporation.

## **7. CORPORATE RECORDS, REPORTS AND LOGO**

### **Section 7.01. Minutes of Meetings**

The Corporation shall keep at its principal office, or at such other place as the Board of Directors may order, a book of minutes of all meetings of Directors, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present at Directors' meetings and the proceedings thereof.

### **Section 7.02. Books of Account**

The Corporation shall keep and maintain adequate and correct accounts of its properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.

### **Section 7.03. Reports Available to Assessor**

On request of an assessor, the Corporation shall make available at its principal office, a true copy of business records relevant to the amount, cost and value of the property, subject to local assessment, which it owns, claims, possesses or controls within the county.

### **Section 7.04. Inspection of Records by Directors**

The books of account shall at all reasonable times be open to inspection by any Director. Every Director shall have the absolute right at any reasonable time to inspect all books, records, documents of every kind, and the physical properties of the Corporation. Such inspection includes the right to make copies.

### **Section 7.05. Annual Report and Financial Statement**

The Board of Directors shall cause to be prepared a written annual report including a financial statement. Such report shall summarize the Corporation's activities for the preceding year and activities projected for the forthcoming year. The financial statement shall consist of a balance sheet as of the close of business of the Corporation's fiscal year, contain a summary of receipts and disbursements, be prepared in such manner and form as is sanctioned by sound accounting practices and be certified by a certified public accountant.

### **Section 7.06. Corporate Logo and Seal**

The Board of Directors may adopt, use and at will alter both a corporate logo and corporate seal. Such logo, if adopted, shall be affixed to all corporate instruments.

## **ARTICLE 8. FISCAL YEAR**

The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December each year.

## **ARTICLE 9. EFFECTIVE DATE; AMENDMENTS; CERTIFICATION; RULES AND REGULATIONS**

### **Section 9.01. Effective Date of Bylaws**

These Bylaws shall become effective immediately on their adoption. Amendments to these Bylaws shall become effective immediately on their adoption unless the Board of Directors, in adopting them as hereinafter provided, provide that they are to become effective at a later date.

### **Section 9.02. Amendments**

Subject to the prior written approval of Board of Directors of OPERATION: COME H.O.M.E. and to any limitations contained in the Articles of Incorporation of this Corporation and to any provisions of law applicable to the amendment of Bylaws of nonprofit corporations, these Bylaws may be altered, amended, or repealed and new Bylaws adopted by the vote of seventy-seven percent (77%) of the members of the Board of Directors, provided that such written notice of such meeting and of the intention to change the Bylaws is delivered to each Director at least five (5) days prior to the date of such meeting, as provided in Section 2.08(e) of these Bylaws, or by the written consent of all Directors without a meeting as provided in Section 2.10 hereof and in Section 6 of the Articles of Incorporation.

### **Section 9.03. Certification and Inspection**

The original, or a copy, of the Bylaws as amended or otherwise altered to date, certified by the Secretary of the Corporation, shall be recorded and kept in a book which shall be open to inspection by the Directors at all reasonable times during office hours.

### **Section 9.04 Rules and Regulations**

The Board may adopt additional rules and regulations, general or specific, for the conduct of its meetings, and additional rules and regulations, general or specific, for the conduct of the affairs of the Corporation provided, however, no such additional rule or regulation shall be inconsistent with or in contravention of:

- (a) any provision of the Corporation's Articles of Incorporation,
- (b) these Bylaws, or

- (c) the Corporation's purposes, as stated in its Articles of Incorporation.

#### **ARTICLE 10. VOTING SHARES HELD BY CORPORATION**

The Chairman and the Secretary, or such other officers as the Board of Directors may select for that purpose, are authorized to vote, represent and exercise on behalf of this Corporation all rights incident to any and all securities owned by this Corporation. The authority granted by these Bylaws to the officers to vote or represent this Corporation arising from any voting securities held by this Corporation in any other Corporation or Corporations may be exercised either by the officers in person or by any person authorized so to do by proxy or power of attorney duly elected by the officers.

#### **ARTICLE 11. PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS**

No Director, officer, employee, agent or other person connected with this Corporation, or any other private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation, provided, that this provision shall not prevent payment to any agent or employee of reasonable compensation for services rendered to or for the Corporation in effecting any of its purposes as shall be fixed by resolutions of the Board of Directors. No such person or persons shall be entitled to share in the distribution of, and shall not receive any of the corporate assets on dissolution of the Corporation.

#### **ARTICLE 12. TERMINATION OF CORPORATE EXISTENCE AND DISTRIBUTION OF ASSETS**

With prior written approval of the Board of Directors of OPERATION: COME H.O.M.E., the Directors of the Corporation shall have the right to terminate its existence by affirmative vote of ninety percent (90%) of Directors. In the event of such dissolution, any assets remaining after discharging all obligations of the Corporation shall be distributed in equal shares to the following non-profit veterans organization then in existence: the Yellow Ribbon Fund, the Disabled American Veterans (DAV) and the Veterans of Foreign Wars (VFW).

#### **ARTICLE 13. CONSTRUCTION**

Construction, as used in these Bylaws:

- (a) The present tense includes the past and future tenses, and the future tense includes the present.
- (b) The masculine gender includes the feminine and neuter.

- (c) The singular number includes the plural, and the plural number includes the singular.
- (d) The word "shall" is mandatory and the word "may" is permissive.

**ARTICLE 14: INDEMNIFICATION OF DIRECTORS, OFFICERS,  
EMPLOYEES, NONDIRECTOR VOLUNTEERS AND AGENTS**

14.1 Indemnification against Claims Brought by Third Parties. The Corporation shall, to the fullest extent authorized or permitted by the Michigan Nonprofit Corporation Act or other applicable law, as the same presently exists or may hereafter be amended (the "Act"), indemnify a person (the "Indemnitee") who was or is a party or is threatened to be made a party to a threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative and whether formal or informal, other than an action by or in the right of the Corporation, by reason of the fact that the Indemnitee is or was a Director, Officer, employee, nondirector volunteer, or an agent of the Corporation, against expenses, including attorneys' fees, judgments, penalties, fines, and amounts paid in settlement actually and reasonably incurred by the Indemnitee in connection with the action, suit, or proceeding, if the Indemnitee acted in good faith and in a manner the Indemnitee reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, if the Indemnitee had no reasonable cause to believe that the conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, does not, of itself, create a presumption that the Indemnitee did not act in good faith and in a manner which the Indemnitee reasonably believed to be in, or not opposed to, the best interests of the Corporation, nor does it create a presumption, with respect to any criminal action or proceeding, that the Indemnitee had reasonable cause to believe that the conduct was unlawful.

14.2 Indemnification against Claims Brought by or in the Right of the Corporation. The Corporation shall, to the fullest extent authorized or permitted by the Act, indemnify a person (the "Indemnitee") who was or is a party to or is threatened to be made a party to a threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that the Indemnitee is or was a Director, Officer, employee, nondirector volunteer, or an agent of the Corporation, against expenses, including actual and reasonable attorneys' fees, and amounts paid in settlement incurred by the person in connection with the action or suit, if the Indemnitee acted in good faith and in a manner the Indemnitee reasonably believed to be in or not opposed to the best interests of the Corporation. However, indemnification under this Section 14.2 shall not be made for a claim, issue, or matter in which the Indemnitee has been found liable to the Corporation unless and only to the extent that the court in which the action or suit was brought has determined upon application that, despite the adjudication of liability but in view of all circumstances of the case, the Indemnitee is fairly and reasonably entitled to indemnification for the expenses which the court considers proper.

14.3 Actions Brought by the Indemnitee. Notwithstanding the provisions of Sections 14.1 and 14.2, above, the Corporation shall not indemnify an Indemnitee in connection with any action,

suit, proceeding or claim (or part thereof) brought or made by such Indemnatee unless such action, suit, proceeding or claim (or part thereof):

(a) was authorized by the Board of Directors of OPERATION: COME H.O.M.E., or

(b) was brought or made to enforce this Article, and such Indemnatee has been successful in such action, suit, proceeding or claim (or part thereof).

14.4 Approval of Indemnification. An indemnification under Sections 14.1 or 14.2, above, unless ordered by a court, shall be made by the Corporation only as authorized by the Board of Directors of OPERATION: COME H.O.M.E. in the specific case upon a determination that indemnification of the Indemnatee is proper in the circumstances because the Indemnatee has met the applicable standard of conduct set forth in Sections 14.1 and 14.2, above. This determination shall be made promptly by a vote of the Board of Directors of OPERATION: COME H.O.M.E.

14.5 Advancement of Expenses. Expenses incurred in defending a civil or criminal action, suit, or proceeding described in Sections 14.1 or 14.2, above, shall be paid promptly by the Corporation in advance of the final disposition of the action, suit, or proceeding upon receipt of any undertaking by or on behalf of the Indemnatee to repay the expenses if it is ultimately determined that the Indemnatee is not entitled to be indemnified by the Corporation. The undertaking shall be by unlimited general obligation of the person on whose behalf advances are made, but need not be secured.

14.6 Partial Indemnification. If an Indemnatee is entitled to indemnification under Sections 14.1 or 14.2, above, for a portion of expenses including attorneys fees, judgments, penalties, fines, and amounts paid in settlement, but not for the total amount, the Corporation shall indemnify the Indemnatee for the portion of the expenses, judgments, penalties, fines, or amounts paid in settlement for which the Indemnatee is entitled to be indemnified.

14.7 Other Rights of Indemnification. The indemnification or advancement of expenses provided under Sections 14.1 to 14.6, above, is not exclusive of other rights to which a person seeking indemnification or advancement of expenses may be entitled under the Corporation's Articles of Incorporation or Bylaws, or a contractual agreement. However, the total amount of expenses advanced or indemnified from all sources combined shall not exceed the amount of actual expenses incurred by the person seeking indemnification or advancement of expenses. The indemnification provided for in Sections 14.1 to 14.6, above, continues as to a person who ceases to be a Director, Officer, employee, nondirector volunteer, or agent and shall inure to the benefit of the heirs, executors, and administrators of such person.

14.8 Liability Insurance. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee, nondirector volunteer, or agent of the Corporation against any liability asserted against the person and incurred by the person in any such capacity or arising out of the person's status as such, whether or not the Corporation would have the power to indemnify the person against such liability under the provisions of the Act.

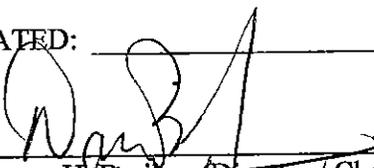
14.9 Severability. If any court having competent jurisdiction finds any section, sub-section, sentence, term or provision of this Article to be invalid or unenforceable, the validity and enforceability, operation, or effect of the remaining sections, sub-sections, sentences, terms, or provisions shall not be affected, and this Article shall be construed in all respects as if the invalid or unenforceable matter had been omitted.

14.10 Application to a Resulting or Surviving Corporation or Constituent Corporation. The definition for "corporation" found in Section 569 of the Act is and shall be specifically excluded from application to this Article. The indemnification and other obligations of the Corporation set forth in this Article shall be binding upon any resulting or surviving corporation after any merger or consolidation of the Corporation. Notwithstanding anything to the contrary contained herein or in Section 569 of the Act, no person shall be entitled to the indemnification and other rights set forth in this Article for acting as a director, officer, partner, member, trustee, employee, nondirector volunteer, or agent of another corporation prior to such other corporation entering into a merger or consolidation with the Corporation, unless determined otherwise by the Board of Directors. These provisions for indemnification shall not extend, however, to OPERATION: COME H.O.M.E., and no Director, Officer, employee, non-Director volunteer, or agent of the Corporation shall have any rights against OPERATION: COME H.O.M.E. by reason of this Article.

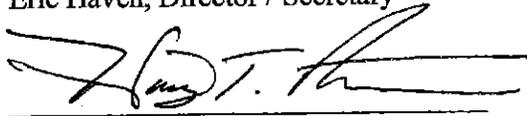
#### AFFIRMATION AND CONSENT OF DIRECTORS ADOPTING BYLAWS

We, the undersigned, are all of the persons named as first Directors of OPERATION: COME H.O.M.E., a Michigan Non-profit Corporation, and hereby take action by unanimous written consent without a meeting, we hereby consent to and adopt the foregoing Bylaws, consisting of seventeen (17) pages, as the Bylaws of this Corporation.

DATED: \_\_\_\_\_

  
\_\_\_\_\_  
Danny H. Broihan, Director / Chairman

  
\_\_\_\_\_  
Eric Haven, Director / Secretary

  
\_\_\_\_\_  
Harry T. Rittenour, Director

  
\_\_\_\_\_  
Terry Denmark, Director / Treasurer

  
\_\_\_\_\_  
Paul LaFrance, Director