

Filing Fee: \$50.00



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

NON-PROFIT CORPORATION

2013 NOV 18 AM 10:29
SECRETARY OF STATE
CORPORATIONS DIV

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-6-74 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign non-profit corporation hereby applies for a Certificate of Authority to conduct affairs in the State of Rhode Island, and for that purpose submits the following statement:

- The name of the corporation is Operation Homefront, Inc.
- It is incorporated under the laws of Arizona
- The date of its incorporation is 9/27/2002
- The address of its principal office is 8930 Fourwinds Dr. Suite 340
San Antonio, TX 78239-1970
- The address of its proposed registered office in Rhode Island is 450 Veterans Memorial Pkwy Ste. 7A
(Street Address, not P.O. Box)
E. Providence, RI 02914 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is CT Corporation System
(Name of Agent)

6. The specific purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are:

Provide emergency financial and other assistance
to the families of service members and
wounded warriors.

FILED

DEC 03 2013

BY CR 212274

10:34

2013 DEC -3 AM 10:34
SECRETARY OF STATE
CORPORATIONS DIV

7. The names and respective addresses of its directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	LTG(r) Brian A. Arnold	2000 El Segundo Blvd El Segundo, CA 90245
Director	MG(r) Lee Baxter	608 SW D Avenue #1 Lawton, OK 73501
Director	Catherine Blades	847 Gibraltar Dr Bldg 5 Milpitas, CA 95035
President	Jim Knotts	51 Monroe St. Ste 503 Rockville, MD 20850
Vice President	Tim Farrell	8930 Fourwinds Dr #340 San Antonio, TX 78239
Treasurer	Rick W. Moore	15714 Singing View San Antonio, TX 78255
Secretary	Jeff Cathey	101 E. Kennedy Dr Tampa, FL 33602

See attached!

8. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Under penalty of perjury, I declare and affirm that we have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 11-13-2013

Operation Homefront, Inc.
 Print Exact Name of Corporation Making Application

[Signature]
 Signature of President or Vice President (check one)

[Signature]
 Signature of Secretary or Assistant Secretary (check one)



Supporting the families of our service members and wounded warriors

December 4, 2013

Secretary of State Rhode Island

Re: attachment to Form No. 250 received 12/4/2013 for Operation Homefront.

Please accept this document as a listing of other officers not listed on the original application.

Dino Sarracino VP 8930 Fourwinds Dr., Ste. 340 San Antonio, TX 78239
Laura Yzaguirre CFO/Secretary 8930 Fourwinds Dr., Ste. 340 San Antonio, TX 78239

Thank you very much for your help in completing this application. If you have any questions, please do not hesitate to contact Jeffrey Pyle at 210-549-4609 or jeffrey.pyle@operationhomefront.net.

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION
CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Ernest G. Johnson, Executive Director of the Arizona Corporation Commission, do hereby certify that

*****OPERATION HOMEFRONT, INC.*****

a domestic nonprofit corporation organized under the laws of the State of Arizona, did incorporate on September 27, 2002.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Nonprofit Corporation Act; and that its most recent Annual Report, subject to the provisions of A.R.S. sections 10-3122, 10-3123, 10-3125, & 10-11622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 30th Day of October, 2012, A. D.




Executive Director

By: _____ 830003

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

The Executive Director of the Arizona Corporation Commission does hereby certify that the attached copy of the following document:

ARTICLES OF AMENDMENT, 02/09/2006

consisting of 2 pages, is a true and complete copy of the original of said document on file with this office for:

OPERATION HOMEFRONT, INC.
ACC file number: -1047119-3

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date: November 20, 2013.



Jodi A. Jerich

Jodi A. Jerich, Executive Director

By: *Jeffrey A. Barker*

JEFFREY A BARKER

SEP 10 2006

TW
-1047119.3

EXHIBIT A

ARTICLES OF AMENDMENT
OF
CINCHOUSE.COM, INC.

1. The name of the corporation is CinC'House.Com, Inc.
2. Attached hereto as Exhibit A is the text of each amendment adopted.
3. The amendment was adopted on January 10, 2006.
4. The amendment was duly adopted by the Board of Directors, and with approval in writing, by the person or persons so specified in the corporation's Articles of Incorporation or Bylaws.

DATED: February 1, 2006

CinC'House.Com, Inc.

By M. E.
Meredith Leyva, Chairman

60.00
✓13880

EXHIBIT A

ARTICLE 1 IS HEREBY AMENDED TO READ AS FOLLOWS:

Operation Homefront, Inc.

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

The Executive Director of the Arizona Corporation Commission does hereby certify that the attached copy of the following document:

ARTICLES OF AMENDMENT, 10/07/2005

consisting of 1 pages, is a true and complete copy of the original of said document on file with this office for:

OPERATION HOMEFRONT, INC.
ACC file number: -1047119-3

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date: November 20, 2013.



Jodi A. Jerich

Jodi A. Jerich, Executive Director

By: *Jeffrey A. Barker*

JEFFREY A BARKER

CORPORATION COMMISSION

OCT 7 - 2005

FILE NO. 1047113

**ARTICLES OF AMENDMENT
OF
HOMEFRONT FOUNDATION**

1. The name of the corporation is Homefront Foundation.
2. Attached hereto as Exhibit A is the text of each amendment adopted.
3. The amendment was adopted the 28th day of April, 2005.
4. The amendment was duly adopted by the Board of Directors, and with approval in writing, by the person or persons so specified in the corporation's Articles of Incorporation or Bylaws.

DATED: 6/12/05

Homefront Foundation, Inc.

By Meredith Leyva
Meredith Leyva, Chairman

PAID
66

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

The Executive Director of the Arizona Corporation Commission does hereby certify that the attached copy of the following document:

ARTICLES OF AMENDMENT, 09/20/2004

consisting of 6 pages, is a true and complete copy of the original of said document on file with this office for:

OPERATION HOMEFRONT, INC.
ACC file number: -1047119-3

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date:
November 20, 2013.



Jodi A. Jerich

Jodi A. Jerich, Executive Director

By: *Jeffrey A. Barker*

JEFFREY A BARKER

AZ CORP COMMISSION
FOR THE STATE OF AZ
FILED

ARTICLES OF AMENDMENT

2004 SEP 20 P 1:54

OF

APPR. Ernest G. Leidiger

DATE APP. 9-20-04

TERM _____

DATE _____

Cinhouse.com, Inc.

[Name of Corporation]

-1047119-3

1. The name of the corporation is Cinhouse.com, Inc.
2. Attached hereto as Exhibit A is the text of each amendment adopted.
3. The amendment was adopted the 26th day of July, 2004.
4. The amendment was duly adopted by act of the members board of directors. And with approval, in writing, by the person or persons so specified in the corporation's Articles of Incorporation or bylaws.

DATED as of this 15 day of September, 2004.

Cinhouse.com, Inc

[name of corporation]

By

Ernest G. Leidiger

ERNEST G. LEIDIGER, President

[name]

[title]

619-280-9292

ARS §10-140 requires that changes to corporation(s) be executed by an officer of the corporation, whose file is to be changed.

PAID

10/1

AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
CINCHOUSE.COM, INC.

Articles of Incorporation:

1. Name. The ^{NEW} name of the Corporation is Homefront Foundation.

Bylaws:

Article I: The ^{NEW} name of the corporation is Homefront Foundation.

On 26 July, 2004, the Board of Directors unanimously voted to change the name of the organization from CinCHouse.com, Inc. to Homefront Foundation. This document changes the Articles of Incorporation and Bylaws of CinCHouse.com, Inc (State of Arizona Corporate number 1047119-3) to reflect that vote. Enclosed are the minutes of the meeting of 26 July, 2004 authorizing this name change.

The statutory agent is:
Munger Chacwick PLC
333 N Wilmot Ste 300
Tucson, AZ 85711

The corporate office is:
Homefront Foundation
333 N Wilmot Ste 300
Tucson, AZ 85711

Submitted:

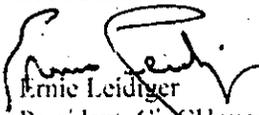

Ernie Leidiger
President, CinCHouse.com, Inc (Homefront Foundation) 9/15/04

EXHIBIT A

CINCHHOUSE.COM INC
MEETING MINUTES
July 26th, 2004
12:00PM CST

Board Members:

Present:

Meredith Leyva
Ernie Leidiger
Merideth Rettinger
Sandra Aldridge
Jennifer Morrow

Absent: Robyne Ruterbusch, Victor Ruterbusch

Quorum present? Yes

Others Present:

Comptroller: Mamie Yong-Maywhort

Proceedings:

Meeting called to order at 12:00 p.m CST by Chair, Meredith Leyva

Agenda Items

I. Approval of Minutes from previous Board Meeting

MOTION to approve the minutes from the Board Meeting of January 16, 2004:
seconded and passed.

II. Treasurer's Report

- A. Overview of current position - Presentation of Profit & Loss Statements for 2003 and 2004 by Treasurer Meredith Rettinger with assistance from Comptroller Mamie Yong-Maywhort.
- B. Concern was raised by Chairperson Meredith Leyva on "Suspense" items. The Comptroller stated that she would work with the San Diego Chapter President and Executive and Regional Directors to clear those items by September 1, 2004.

III. Executive Director's Report

- A. New Chapters progress
Chapter expansions remain on target for 2004
- B. Homefront Village progress
The Business Plan has been completed by Booz.Allen.Hamilton. Date of presentation to the NTC Foundation is unknown at this time.
- C. Staffing progress
Concern was raised by Chairperson Meredith Leysa on the performance of the Fundraising/Marketing personnel currently in place. Executive Director, Ernie Leidiger stated he would make the needed staff changes in the immediate future.
- D. Strategic relationships to date

IV. Unfinished Business

- A. Operation Homefront Chapter Development
MOTION to reaffirm the national expansion plan to 30 Operation Homefront Chapters by the end of 2004; Seconded and Passed. More development of the Chapter Opening Guide is required to ensure smoother openings of a chapter and lessen the risk of failure. The ED needs to develop this further.
- B. Homefront Village
MOTION to continue to proceed with plans for Homefront Village with stipulation that the Executive Director must have the approval of the Board of Director approval before signing a lease; Seconded and Passed. The business plan requires more elements to be added to it. The ED needs to develop this further.
- C. Military Family Museum
MOTION to proceed with plans for the Military Family Museum separate from the Homefront Village Plan; Seconded and Passed. The plan for the MFM should contain better financial data and strategic alliances to support the initiative. The ED needs to develop this further.
- D. Financial Guidelines for All Chapters
MOTION to mandate the following format for income distribution within all Chapters so as to ensure Chapters bring the maximum of amount of resources that are brought into a Chapter to military families, without excessive overhead. The balance needs to be made between rendering the maximum amount of services with competency and sustainability. The ED needs to develop this further. The Board recognizes a workable general formula based on experience and what other lean nonprofits do, as stated here:
 - 1. Resources that are provided to Chapters come in the form of monetary and in-kind donations. In-kind donations should be encouraged and reach a level of at least a rate of four times the amount of monetary donations received. For

every one dollar of cash received, 4 dollars worth of in-kind donations should be received

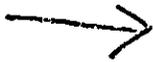
2. Upon reaching the 4:1 in-kind/cash ratio, expenditures of monetary donations should follow this formula
 - 50% - Current operations for immediate needs
 - 35% - Future operations to meet planned needs
 - 10% - Staff and volunteer compensation for program coordination and in-kind handling and distribution
 - 5% - Expenses for programs and overhead
3. Overhead on 990's should never exceed 5%.

V. New Business

A. 2003 Annual Report

The enormous expansion of 2003 business and the temporary loss of our main accountant delayed the tax filing this year. The addition of the new accountant and return of our old accountant, combined with the internal audits that were conducted has everything up to date so financials are ready to be sent to the CPA for filing. The motion is to gain an extension with the IRS to file NLT 31 Oct. 2004.

MOTION in table: Seconded and Passed



B. Corporate Name Change

MOTION to change the corporate name of Cinchouse.com, Inc to Homefront Foundation, and operate cinchouse.com as a brand name; Seconded and Passed

C. Review of Corporate Bylaws

MOTION to review corporate bylaws before the next board meeting by a committee headed by the Executive Director; Seconded and Passed

D. Strategic Partnerships

MOTION to explore a strategic partnership with the Navy League to operate Chapters of OII; Seconded and Passed

MOTION to explore a working relationship with VFI/AVA; Seconded and passed

E. Operation Transition

MOTION to proceed with Operation Transition planning and approval to seek DOL funding specifically for this program; Seconded and Passed

F. Operation Homefront Territories

MOTION to separate CONUS into 3 distinct territories, West Coast (Including Asia), East Coast, New England (Including Europe). Other territories may be split at the discretion of the ED; Seconded and Passed

G. Research of ESG's and Family Support Centers

MOTION to proceed with research on ESG's and Family Support Centers as bases for future initiatives; Seconded and Passed

H. Configuration of the Board of Directors

MOTION to proceed with the addition of 5 board members for a 2 year term in 2004 with experience in the following areas of expertise: Finance, Law, military lifestyle, franchising or general business; Seconded and Passed

MOTION to accept the resignation of Robyne Ruterbusch; Seconded and Passed

MOTION to accept the resignation of Victor Ruterbusch; Seconded and Passed

MOTION to accept the Nomination of LCdr Tom Robinson by the Chairperson.

Meredith Leyva; Seconded and Passed

MOTION to accept the nomination of Tambric Robinson by the Chairperson.

Meredith Leyva; Seconded and Passed

MOTION to appoint Merideth Rettinger as Treasurer; Seconded and Passed

MOTION to appoint Sandra Aldridge as Secretary; Seconded and Passed

I. CinHouse.com

MOTION to explore invest in the market value of the Cinhouse.com property. Revise the pricing of sponsorship and/or advertising. Seconded and Passed

J. Board of Advisors

MOTION to proceed with the expansion of the Advisory Board to 65 members, including high profile personalities from various industries; Seconded and Passed

K. Business Plan

MOTION to form a committee led by the Executive Director to produce a 5 year business plan by the next board meeting; Seconded and Passed

L. Next Meeting

The next meeting of the board of directors will be on September 28th, 2004. 12pm CST.

Meeting adjourned at 3:00pm

Minutes submitted by:

Sandra Aldridge

Secretary

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

The Executive Director of the Arizona Corporation Commission does hereby certify that the attached copy of the following document:

ARTICLES OF INCORPORATION, 09/27/2002

consisting of 9 pages, is a true and complete copy of the original of said document on file with this office for:

OPERATION HOMEFRONT, INC.
ACC file number: -1047119-3

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date:
November 20, 2013.



Jodi A. Jerich

Jodi A. Jerich, Executive Director

By: *Jeffrey A. Barker*

JEFFREY A BARKER

ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

Phoenix Address: 1300 West Washington
Phoenix, Arizona 85007-2929

Tucson Address: 400 West Congress
Tucson, Arizona 85701-1347

NONPROFIT
CERTIFICATE OF DISCLOSURE
A.R.S. Section 10-3202.D.

CinC House com, Inc.
EXACT CORPORATE NAME

- A. Has any person serving either by election or appointment as officer, director, trustee, or incorporator in the corporation-
1. Been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 2. Been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 3. Been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate wherein such injunction, judgment, decree or permanent order
 - (a) involved the violation of fraud or registration provisions of the securities laws of that jurisdiction?, or
 - (b) involved the violation of the consumer fraud laws of that jurisdiction?, or
 - (c) involved the violation of the antitrust or restraint of trade laws of that jurisdiction?

Yes _____ No ✓

RECEIVED

SEP 27 2002

ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

B. IF YES, the following information MUST be attached:

1. Full name and prior name(s) used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediate preceding 7-year period).
5. Date and location of birth.
6. Social Security number.
7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or cause number of case.

C. Has any person serving either by election or appointment as an officer, director, trustee or incorporator of the corporation, served in any such capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked, or administratively dissolved by any jurisdiction?

Yes _____ No ✓

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation.
2. Full name, including alias and address of each person involved.
3. State(s) in which the corporation:
 - (a) Was incorporated.
 - (b) Has transacted business.
4. Dates of corporate operation.
5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency and the file or cause number of the case.

D. The fiscal year end adopted by the corporation is December 31.

Under penalties of law, the undersigned incorporators/officers declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete, and hereby declare as indicated above. THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

BY [Signature] DATE 7 21 02 BY _____ DATE _____
TITLE Johr F. Munger, Incorporator TITLE _____

BY _____ DATE _____ BY _____ DATE _____
TITLE _____ TITLE _____

DOMESTIC CORPORATIONS: ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. (If more than four incorporators, please attach remaining signatures on a separate sheet of paper.)

If within sixty days, any person becomes an officer, director, or trustee and the person was not included in this disclosure, the corporation must file an AMENDED certificate signed by all incorporators, or if officers have been elected, by a duly authorized officer.

FOREIGN CORPORATIONS: MUST BE SIGNED BY AT LEAST ONE DULY AUTHORIZED OFFICER OF THE CORPORATION.
CF: 0001 - Non-Profit
Rev: 9/00

STATE OF CALIFORNIA
COUNTY OF SAN DIEGO

EXPEDITED
ARTICLES OF INCORPORATION

2002 SEP 27 10 51 AM '02

Daryl L. ...
1-4-02

OF

CinCHouse.com, Inc.

104M119-3

OK

1. Name. The name of the Corporation is CinCHouse.com, Inc.
2. Purpose. The purpose for which the corporation is organized is education for military women about the military lifestyle, particularly how to manage day-to-day issues, including a web-based magazine, community forums, and as a platform for building a better and more cohesive military community through volunteerism and outreach to military families in need.
3. Character of Affairs. The character of affairs of the corporation will be providing education for military women about the military lifestyle, particularly how to manage day-to-day issues, including a web-based magazine, community forums, and as a platform for building a better and more cohesive military community through volunteerism and outreach to military families in need.
4. No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements,) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding

 PAID
75

provision of any future United States Internal Revenue Law) or: (b) by a corporation, contributions to which are deductible under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Laws).

5. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all its assets exclusively for the purposes of the corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purpose.

6. The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the bylaws. The directors and officers of the Corporation shall not be individually liable for the Corporation's debts or other liabilities, and the private property of such individuals shall be exempt from any corporate debts or liabilities. A director and/or officer of the Corporation shall not be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's and/or officer's duty of loyalty to the Corporation (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) violation of Section 10-2326 or Section 10-2550 of the Arizona Revised Statutes or any successor statute, or (iv) for any transaction from which the director and/or officer derived any improper personal benefit. If the Arizona Revised Statutes are hereafter amended



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

