TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 00 FEB 23 AM 9:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

| SUBJECT: CE           | Proposed corr                              | Nouve to You                         | LICE TOSSE,  | Inc.      |
|-----------------------|--|--------------------------------------|--|-----------|
|                       | (Topolou colp                              |                                      | ĴÒOOO3144<br>-02/23/00(<br>*****87.50                      | 01040001  |
| Enclosed is an origin | nal and one(1) copy of the artic           | cles of incorporation and a          | check for:   |           |
| \$70.00 Filing Fee    | \$78.75 Filing Fee & Certificate of Status | □\$78.75 Filing Fee & Certified Copy | \$87.50 Filing Fee, Certified Copy & Certificate of Status |           |
| FROM                  |  | ADDITIONAL CO                        | DPY REQUIRED   | <u></u> - |
|                       | 1415 Baker                                 | Address                              | ······································                     |           |
|                       | Pauama C.                                  | 7 FL 324                             | 10:  |           |

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

# ARTICLES OF INCORPORATION Of Florida Non-Profit Corporation

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The undersigned, acting as incorporator (s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

#### ARTICLE I

The name of the corporation shall be Cedar Grove Mounted Police Posse, Inc.

# ARTICLE II The Principal place of business and mailing address

The principal place of business and mailing address shall be: 2728 East 14<sup>th</sup> Street, Cedar Grove, Florida 32405

# ARTICLE III Purpose(s)

The specific purpose(s) for which the corporation is organized is to provide support and services to law enforcement agencies, the citizens of the City of Cedar Grove, and Bay County Florida, and surrounding areas. To operate as a service provider and direct-support organization to receive, hold, invest, and administer property and to make expenditures to or for the benefit of law enforcement organizations, their programs and services in Cedar Grove, Bay County Florida, and surrounding areas.

To operate exclusively in any other manner for such charitable, educational, and societal purposes as will qualify it as an exempt organization under 501(C) (3) of the Internal Revenue Code of 1954 as amended, or under any corresponding provisions of any subsequent Federal Tax Laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

#### ARTICLE IV Manner of election of directors

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of three persons initially. The initial incorporators shall serve as the Board of Directors and Corporate Officers. The initial term of office shall be for a period of one year or until such time as the corporation's initial annual meeting. The number of directors may be increased or decreased from time to time and subsequent terms of office shall be served as provided in the Corporate Bylaws.

# ARTICLE V Limitation of corporate powers

The corporate powers of the corporation are as provided in section 617.0302, Florida Statutes.

Any action required or permitted to be taken by the Board of Directors under any provision of law 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, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to actions so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

# ARTICLE VI Initial registered agent and street address

The name and the street address of the initial registered agent is:

R. Michael Hill 1415 Baker Court Panama City, Florida 32401

# **ARTICLE VII**Incorporators

The name(s) and the street address (es) of the incorporator (s) for these articles of incorporation are:

Edward G. Fuqua 10202 Davenport Avenue Youngstown, Florida 32456

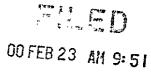
Sue Parker 2719 East 13<sup>th</sup> Street Panama City, Florida 32401

Ruth Fuqua 10202 Davenport Avenue Youngstown, Florida 32456

The undersigned incorporator has executed these Articles of Incorporation this 21th day of February 2000.

Signature of Incorporator:

Rufh Fugua



# CERTIFICATE OF DESIGNATION OF STATE REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Cedar Grove Mounted Police Posse, Inc.

- 2. The name and address of the registered agent and office is:

R. Michael Hill 1415 Baker Court Panama City, Florida 32401

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

R. Michael Hill

DATE: February 21, 2000