

N98000005330



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 959889 80749B

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 122.50

ORDER DATE : September 14, 1998

ORDER TIME : 10:19 AM

ORDER NO. : 959889-005

CUSTOMER NO: 80749B

CUSTOMER: Mr. Darol H. M. Carr
FARR FARR EMERICH SIFRIT
HACKETT AND CARR P A

115 West Olympia Avenue
Punta Gorda, FL 33950

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 14 PM 12:58

800002638208--7

DOMESTIC FILING

NAME: CHARLOTTE COUNTY K9, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

2295
W98-20897

RECEIVED
98 SEP 14 AM 11:25
DIVISION OF CORPORATIONS
[Signature]



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 14 PM 12:58

September 14, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: CHARLOTTE COUNTY K9, INC.
Ref. Number: W98000020897

RESUBMIT

Please give original
submission date as file date.

We have received your document for CHARLOTTE COUNTY K9, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 898A00046478

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98 SEP 17 AM 10:47
DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION
of
CHARLOTTE COUNTY K9, INC.
(A Florida Not-For Profit Corporation)

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated as a charitable corporation under the laws of the State of Florida applicable to corporations not for profit, and we do make and subscribe the following Articles of Incorporation:

ARTICLE ONE

NAME AND ADDRESS

The name of this corporation shall be CHARLOTTE COUNTY K9, INC.

The address of the principal office of this corporation is:

Farr, Farr, Emerich, Sifrit, Hackett and Carr, P.A.
c/o Darol H. M. Carr
2315 Aaron Street
P.O. Box 2159
Port Charlotte, FL 33949

Its mailing address is:

CHARLOTTE COUNTY K9, INC.
P.O. Box 2159
Port Charlotte, FL 33949

ARTICLE TWO

PURPOSE

This is a non-profit corporation organized solely for general charitable and eleemosynary purposes pursuant to Chapter 617, Florida Statutes (1997).

(a) The specific and primary purposes for which this corporation is formed is as follows:

(1) To unite in common cause all law enforcement agencies utilizing the services

of the Canine as a police tool;

(2) To promote friendship and brotherhood among all of those interested in the training and use of the Canine and police work.

(3) To endeavor to establish a general performance standard and improve the abilities of the Canine in police work, thereby rendering a better service to the community.

(4) To coordinate the exchange of any techniques of training or for utilization of police dogs.

(5) To improve the image of the working police dog to the populace in general through improved public services in the prevention and detection of crimes.

(6) To have a skilled body available and open for consultation by any governmental agency.

(7) To coordinate the plans for and the execution of seminars in police Canine accreditations.

(8) To promote the exchange of ideas in training techniques by hosting training seminars with recognized experts in the field.

(9) To promote the police dog as a law enforcement tool through public education such as shows, newsletters and legislative education.

(10) To help protect the police dog against anti-police dog legislation, mistreatment and unsound breeding practices.

(b) The general purposes for which this corporation is formed are to operate exclusively for such charitable, educational and scientific purposes as will qualify it as an exempt organization under Internal Revenue Code Section 501 subdivision (c)(3), including for such purposes, the making of distributions to organizations that qualify as tax-exempt organizations under section 501(c)(3) of the Code.

(c) This corporation shall have and exercise all rights and powers conferred on corporations not for profit under the laws of the State of Florida which are in effect at the time of filing of the Articles of Incorporation and specifically those powers set forth in Chapter 617, Florida Statutes (1996 Supp.) provided, however, that this corporation is not empowered to engage in any activity which in itself is not in furtherance of its purposes as set forth in subparagraphs (a) and (b) of this Article Two. Additionally, this corporation shall have the power to purchase, lease, or otherwise acquire, improve, construct, own, hold, use, maintain, operate, exchange, encumber, sell, convey, or otherwise dispose of, real and personal property

of every kind, nature, or description, as may be necessary or desirable to promote the primary purpose of this corporation; and to make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, corporation, municipality, state, government, or municipal or political subdivision.

(d) No part of the net earnings, properties, or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation, and on liquidation or dissolution, all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to such fund, foundation, or corporation organized and operated for charitable purposes as the board of trustees shall determine under Internal Revenue Code Section 501 subdivision (c)(3), or as the same may be amended.

(e) This corporation shall not, as a substantial part of its activities, carry on propaganda, or otherwise attempt to influence legislation.

(f) This corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

(g) The corporation shall not engage in any act of self dealing as defined in Section 4941 subdivision (d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(h) The corporation shall not retain any excess business holdings as defined in Section 4943 subdivision (c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(i) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(j) The corporation shall not make any taxable expenditures as defined in Section 4945 subdivision (d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(k) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE THREE

REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The registered office and the street address for the initial registered office of the corporation is as follows:

Farr, Farr, Emerich, Sifrit, Hackett and Carr, P.A.
c/o Darol H. M. Carr
2315 Aaron Street
P.O. Box 2159
Port Charlotte, FL 33949

The name of its initial registered agent at such address is Darol H. M. Carr.

ARTICLE FOUR

TERM OF CORPORATION

The term for which this corporation shall exist shall be perpetual or until the corporation shall be dissolved in accordance with the provisions of law.

ARTICLE FIVE

QUALIFICATIONS OF MEMBERS

The qualifications of members, the manner of admitting members and classes of membership may from time to time be fixed and established in the Bylaws of the corporation.

ARTICLE SIX

SUBSCRIBERS TO CORPORATION

The names and residences of the subscribers to these Articles of Incorporation who are the incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
DAROL H. M. CARR	2315 Aaron Street Port Charlotte, Florida 33938

ARTICLE SEVEN

BOARD OF DIRECTORS

The affairs of the corporation are to be managed by a Board of Directors comprised of not less than three individual members of the corporation and they shall be elected by the members at the annual meeting of the corporation, the number of directors and the time and place of the election of directors to be fixed and established in the Bylaws of the corporation from time to time. The Board of Directors annually shall elect from among the membership of said Board a Chairman and any other officers, as may be fixed and established in the Bylaws.

ARTICLE EIGHT

COMMITTEES

The Bylaws of the corporation may from time to time establish committees as well as their powers and duties. The Bylaws may further establish procedures for the election or appointment of members to the committees established therein.

ARTICLE NINE

NUMBER CONSTITUTING THE FIRST BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors shall be 3, and the names and residences of the persons who shall serve as directors until the first election hereunder are the following:

<u>NAME</u>	<u>ADDRESS</u>
DAROL H. M. CARR	2315 Aaron Street Port Charlotte, Florida 33938
WAYNE NIEBERG	2315 Aaron Street Port Charlotte, Florida 33938
BARBARA A. HUNT	2315 Aaron Street Port Charlotte, Florida 33938

ARTICLE TEN

QUORUM

The bylaws of this corporation may from time to time fix and establish quorum requirements for general membership meetings. Quorum requirements shall never be less than 10% of the active membership as established by the bylaws. The bylaws of this corporation may also from time to time fix and establish procedures and requirements for proxy voting.

ARTICLE ELEVEN

BYLAWS

The Board of Directors of this corporation shall have the power to make, adopt, alter, amend and rescind the Bylaws of the corporation in accordance with procedures as described therein.

ARTICLE TWELVE

AMENDMENTS

The Board of Directors of this corporation shall have the power to adopt amendments to these Articles of Incorporation by a majority vote of the directors then in office subject, however, to the statutory requirement for approval by and filing with the Secretary of State of the State of Florida.

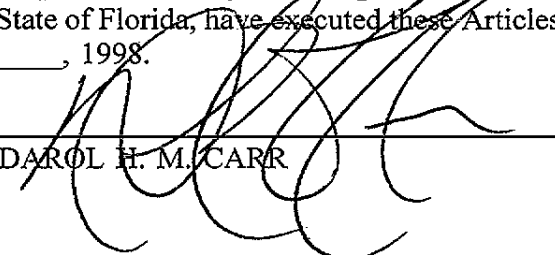
ARTICLE THIRTEEN

DISTRIBUTION OF ASSETS ON DISSOLUTION

This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and it is organized solely for non-profit purposes. On the winding up and dissolution of this corporation, after payment of or adequate provision for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation, which is organized and operated exclusively for charitable, religious, educational, and scientific purposes and which has established its tax-exempt status under Section 501, Subdivision (c)(3) of the Internal Revenue Code. If this corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Circuit

Court of the county in which this corporation's principal office is located, on petition therefor by any one of the last Board of Directors.

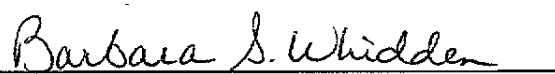
We, the undersigned, constituting the incorporators of this corporation, and including all the persons named herein as the subscribers, for the purpose of forming this non-profit charitable and eleemosynary corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 11th day of September, 1998.



DAROL H. M. CARR

STATE OF FLORIDA
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 11th day of September, 1998 by DAROL H. M. CARR, who is personally known to me or who has produced _____ as identification.

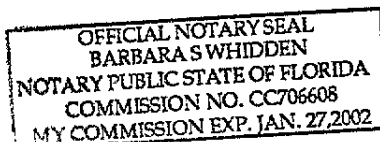


Signature of Notary Public

Name typed, printed or stamped

Commission Expiration

(Affix Seal)



CERTIFICATE
DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 14 PM 12:58

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That CHARLOTTE COUNTY K9, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Certificate of Incorporation, at Port Charlotte, County of Charlotte, State of Florida, has named:

DAROL H. M. CARR

located at 2315 Aaron Street, P.O. Box 2159, Port Charlotte, FL 33949, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

CHARLOTTE COUNTY K9, INC.

By: _____

DAROL H. M. CARR, Incorporator

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Darol H. M. Carr
Registered Agent