

Law Offices of
Dominic E. Amadio, P.A.

ATTORNEY AND COUNSELOR AT LAW

DOMINIC E. AMADIO

October 5, 2000

REPUBLIC BANK BUILDING
100 - 34TH STREET NORTH, SUITE 305
ST. PETERSBURG, FL 33713
PHONE: (727) 327-1945
FAX: (727) 327-2118

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Secretary of State
Division of Corporations
The Capitol
P.O. Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

Re: COMMUNITY POLICING INSTITUTE ALUMNI ASSOCIATION, INC.

Dear Sirs:

Enclosed please find the original of the Articles of Incorporation together with the Certificate of Registered Agent in reference to the above-named corporation. Please file these Articles and return your Certificate of Incorporation together with a photocopy of the filed Articles of Incorporation to this office.

Also enclosed is a check in the amount of \$78.75 representing your filing fee of \$35.00, designation of registered agent fee of \$35.00 and your certified copy fees of \$8.75.

If you should have any questions please do not hesitate to contact me.

Very truly yours,

Dominic E. Amadio, P.A.

By:

Dominic E. Amadio
Dominic E. Amadio, Esquire

FILED
00 OCT -9 PM 3:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEA/sl
Enclosures

corp/forms/ltrsecst.ar1

D. BROWN OCT 10 2000

ARTICLES OF INCORPORATION

OF

COMMUNITY POLICING INSTITUTE ALUMNI ASSOCIATION, INC.

(Non Profit Corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as Incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation is COMMUNITY POLICING INSTITUTE ALUMNI ASSOCIATION, INC.

ARTICLE II

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be located at 17798 Gulf Boulevard, Redington Shores, Florida, 33708.

ARTICLE III

Purpose(s)

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV

Qualification of Members and Manner of Admission

The members of this Corporation shall consist of the participants of the Florida Regional Criminal Policing Institute Program as presented by the Sheriff's Office of Pinellas County, Florida.

ARTICLE V

Income

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 III hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provisions of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VI
Term of Existence

The term for which this Corporation is to exist shall be perpetual, unless sooner dissolved pursuant to the provisions of Florida Statute 617, as Amended.

ARTICLE VII
Dissolution

Upon the dissolution of the corporation, assets shall be distributed to one or more except purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction 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 said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII
Officers and Directors

The affairs of this Corporation shall be managed by a governing Board called the Board of Directors, who shall be elected at the Annual Meeting of the Corporation. Vacancies on the Board

of Directors may be filled until the next Annual Meeting, in such manner as provided by the By-Laws. The officers shall be: a President, Vice President, Secretary and Treasurer. They shall be elected by the Board of Directors. The officers and members of the Board shall perform such duties, hold office for such terms, and take office at such times as shall be provided by the By-Laws of the Corporation.

ARTICLE IX
Names of Officers

<u>NAME</u>	<u>OFFICE</u>
JOE MANGUS	President
BEVERLY SCHULTZ	Vice President
PAT HARTSTEIN	Secretary
J. J. BEYROUTI	Treasurer

ARTICLE X
Names and residences of Directors

The numbers of Directors shall initially be eight (8). The number may be increased or decreased as provided in the By-Laws of the Corporation, but shall never be less than three (3). The first Board of Directors who shall serve until the election at the regular Annual Meeting next following the filing of these Articles of Incorporation, pursuant to Florida Statute, Chapter 617, as Amended are:

<u>NAME</u>	<u>ADDRESS</u>
JOE MANGUS	6980 Ulmerton Road, #1A Largo, FL 33771
BEVERLY SCHULTZ	1390 Hales Hollow Dunedin, FL 34698
J.J. BEYROUTI	17798 Gulf Blvd. Redington Shores, FL 33708
PAT HARTSTEIN	7464 Ridge Road Seminole, FL 33772
RICHARD HOLMES	7050 Sunset Drive So., #1508 Gulfport, FL 33778
TERRY SCHOCH	17051 Dolphin Drive N. Redington Beach, FL 33708
JOHN ANDERSON	2350 N.E. Coachman Road Clearwater, FL 33765
WILLIAM WRIGHT	6800 Gulf Blvd., #911 So. Pasadena, FL 33707

ARTICLE XI BY-LAWS

The By-Laws of this Corporation may be altered, amended or repealed, and new By-Laws may be adopted by two-thirds (2/3) of the Members present and voting at any regular Annual Meeting of the Corporation, or at any Special Meeting called for that purpose, if at least fifteen (15) days written notice is given in advance of any such meeting of intention to alter, amend or repeal, or to adopt new By-Laws at such meeting.

ARTICLE XII
Amendment of Articles of Incorporation

These Articles may be amended by two-thirds (2/3) of the Members present and voting at any regular Annual Meeting of the Corporation, provided, however, that these Articles of Incorporation shall not be amended unless written notice is first given of the proposed Amendment to each and every member of the Corporation, not less than fifteen (15) days prior to the regular Annual Meeting of the Corporation; such notice shall be sufficient, if it is published not less than fifteen (15) days prior to the regular Annual Meeting of the Corporation, in such publication as may be designated by the Board of Directors as the official Journal of the Corporation.

ARTICLE XIII
Indemnification

The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil or criminal, administrative or investigative (whether or not by or in the right of the corporation), by reason of the fact that he/she is or was a director or officer of the Corporation, against any and all expenses (including attorney's fees, court costs and appellate costs and fees), judgments, fines and amounts paid in settlement incurred by him in connection with such action, suit or proceeding,

except for an officer or director who is adjudged guilty of willful misfeasance or willful malfeasance in the performance of his duties. Such right of indemnification shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representatives of such person. Provided however, that if any past or present officer or director sues the corporation, other than to enforce this indemnification, such past or present director or officer instituting such suit shall not have the right of indemnification hereunder in connection with such suit. The Corporation is authorized to purchase insurance to provide funds for the indemnification hereinabove set forth, and, if such insurance is purchased but the proceeds of the same are not sufficient to cover the cost of indemnification, then the deficiency shall be paid from corporate funds. If there are no funds available to pay the cost of the indemnification or deficiency resulting from insufficient insurance coverage, then the Board of Directors shall assess the membership to cover such costs. This indemnification is a absolute right, and such assessments shall be made notwithstanding any other provisions contained herein to the contrary.

ARTICLE XIV

Initial registered agent and street address

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

<u>NAME</u>	<u>ADDRESS</u>
J.J. BEYROUTI	17798 Gulf Blvd. Redington Shores, FL 33708

ARTICLE XV
Name and address of Incorporator

The name and address of the incorporator executing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
J.J. BEYROUTI	17798 Gulf Blvd. Redington Shores, FL 33708

IN WITNESS WHEREOF, The undersigned incorporator has executed these Articles of Incorporation this 4 day of OCT. 2000 2000.



J.J. BEYROUTI

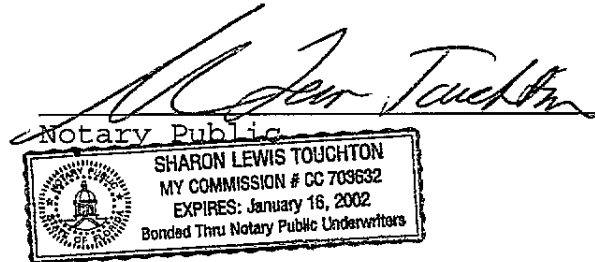
STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared J.J. BEYROUTI, to me known to be the person who executed the foregoing Articles of Incorporation, and who has produced a driver's license

as identification and he acknowledged to and before me that he executed such instrument.

SWORN TO AND SUBSCRIBED before me this 4 day of October, 2000.

My Commission Expires:



CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 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.

That COMMUNITY POLICING INSTITUTE ALUMNI ASSOCIATION, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 17798 Gulf Boulevard, City of Redington Shores, State of Florida, has named J. J. BEYROUTI, whose address is 17798 Gulf Blvd, Redington Shores, Florida, 33708, as its agent to accept service of process within Florida.

DATED: 10/4/2000 SIGNATURE

TITLE


J.J. BEYROUTI
Incorporator

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.

DATED: 10/4/2000 SIGNATURE

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J.J. BEYROUTI

FILED
00 OCT -9 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FL