

BILL A. MATTINGLY, P.A.

CERTIFIED PUBLIC ACCOUNTANT

Member
American Institute of
Certified Public Accountants

Member
Florida Institute of
Certified Public Accountants

NO10000000702

January 25, 2001

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-01/29/01--01090--005

*****78.50 *****78.50

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

Re: Articles of Incorporation of Respect for Law Optimist Club, Inc.

Dear Secretary of State:

Enclosed please find the original and one copy of the proposed Articles of Incorporation for Respect for Law Optimist Club, Inc. Please approve and file the original and certify the copy.

We are enclosing a check made payable to the Secretary of State for charges as follows:

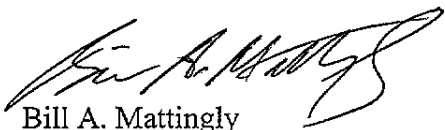
Filing Fee	\$ 35.00
Certified Copy	8.50
Designation of Registered Agent Filing Fee	<u>5.00</u>
Total	<u>\$ 78.50</u>

EFFECTIVE DATE

01-22-01

Thank you for your assistance in this matter. Should you have any questions or need additional information please do not hesitate to contact us.

Sincerely yours,


Bill A. Mattingly

Bill Mattingly GAVE
AUTHORIZATION BY PHONE TO
CORRECT eff. date & manner of election
DATE 1/31/01 @ 10:24 am
DOC. EXAM J. B. [Signature]

FILED
01 JAN 29 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CM 1-31-01

ARTICLES OF INCORPORATION
OF
RESPECT FOR LAW OPTIMIST CLUB, INC.

FILED
01 JAN 29 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a not-for-profit corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this not-for-profit corporation is RESPECT FOR LAW OPTIMIST CLUB, INC.

EFFECTIVE DATE
01-22-01

ARTICLE II - DURATION

The existence of this not-for-profit corporation is to begin at the time of subscription and acknowledgment of incorporation and to continue perpetually thereafter.

ARTICLE III - PURPOSE

This not for profit corporation is organized for the purpose of transacting any and all lawful business for which not for profit corporations may be incorporated under the Florida General Corporations Act, as now exist or may hereafter be amended. This not-for-profit corporation may (but only through its officers, employees and agents who are legally authorized to render such services) engage in each and every aspect of developing optimism as a philosophy of life, utilizing the tenets of the Optimist Creed; promoting an active interest in good government and civic affairs; inspiring respect for the law; promoting patriotism and work for international accord and friendship among all people; aiding and encouraging the development of youth in the belief that the giving of one's self in service to others will advance the well-being of humankind, community life and the world; and engaging in any and every other activity permitted, from time to time,

for a not for profit corporation so formed to engage in.

ARTICLE IV - PRINCIPAL OFFICE AND CORPORATE MAILING ADDRESS

The street address of the not-for-profit corporation's principal office shall be that of the registered agent, to wit: 4632 Vincennes Boulevard, Suite 101, Cape Coral, Florida 33914. The Board of Directors may from time to time move the principal office to any other address within or without Florida, and may establish branch offices in such other place or places as may be designated by the Board of Directors. The not-for-profit corporation's mailing address is Tim Kurkimilis, c/o Fort Myers Police Department, 2210 Peck Street, Fort Myers, Florida 33901.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this not for profit corporation in the State of Florida is 4632 Vincennes Boulevard, Suite 101, Cape Coral, Florida 33914. The name of the initial registered agent of this not-for-profit corporation at that address is William A. Mattingly.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This not for profit corporation shall have four (4) Directors, initially, constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time in the manner provided in the By-Laws; however, there shall never be less than three (3) Directors. The names and street addresses of the members of the initial Board of Directors elected in accordance with the bylaws are:

1. Tim Kurkimilis, 2210 Peck Street, Fort Myers, Florida 33901
2. Joyce Norris, 27233 Jolly Roger Lane, Bonita Springs, Florida 34135
3. Sue Rudd, 1818 NE 28th Street, Cape Coral, Florida 33909

4. Wes Norris, 27233 Jolly Roger Lane, Bonita Springs, Florida 34135

Members of the first Board of Directors shall serve until their successors are elected or appointed and have qualified.

ARTICLE VII - DIRECTORS' POWERS

The Board of Directors shall have the power to fix or change salaries of the Directors as directors and as officers; to indemnify directors, officers, employees, agents, and any other persons against liabilities to the full extent permitted by law; to permit contracts or other transactions between the not-for-profit corporation and one or more of its directors individually or businesses in which one or more of its directors are interested; and to exercise such other powers of the not-for-profit corporation as are not inconsistent with these articles or with any By-Laws that may be adopted.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is Tim Kurkimilis, whose address is 2210 Peck Street, Fort Myers, Florida 33901.

ARTICLE IX - CORPORATE POWERS

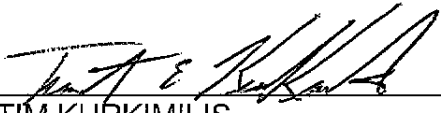
This not-for-profit corporation shall have all of the powers granted under Chapter 617, Florida Statutes, and others granted thereafter by law.

ARTICLE X - AMENDMENTS

This not-for-profit corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law and set forth in the By-Laws.

IN WITNESS WHEREOF, I, the undersigned subscriber, have hereunto set my hand and seal this 22 day of January, 2001, for the purpose of

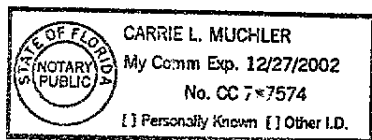
forming this not for profit corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true and correct.


TIM KURKIMALIS
Subscriber

STATE OF FLORIDA)
COUNTY OF LEE) §

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgements in the State and County set forth above, personally appeared TIM KURKIMALIS, known to be and known by me to be the person described as the subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 22 day of January, 2001.




NOTARY PUBLIC [SEAL]

PRINTED SIGNATURE
My commission expires:

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for this not for profit corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the requirements of this position.


WILLIAM A. MATTINGLY
REGISTERED AGENT

FILED
01 JAN 29 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA