

NO1000001342

LAW OFFICES

NICHOLAS F. TSAMOUTALES, P. A.

1900 PALM BAY ROAD, NORTHEAST

SUITE G

PALM BAY, FLORIDA 32905-7538

NICHOLAS F. TSAMOUTALES

GARY B. SACK, OF COUNSEL

TELEPHONE (321) 727-1111

FACSIMILE (321) 727-1655

February 9, 2001

Secretary of State of Florida
Corporate Records
P. O. Box 6327
Tallahassee, FL 32314

RE: PALM BAY VOLUNTEER OBSERVER PROGRAM, INC.
A Not-for-Profit Corporation

400003674074--0
-02/12/01--01053--017
*****70.00 *****70.00

Dear Sir:

Enclosed is the original and one copy of the Articles of Incorporation for the captioned corporation. A check in the amount of \$70.00 for filing fee is also enclosed.

Please approve and file the original and return a copy of this office.

Thank you for your assistance in this matter.

Very truly yours,

Nicholas F. Tsamoutales /rn
Nicholas F. Tsamoutales

/rn
Encls.

FILED
01 FEB 26 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 26 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 14, 2001

NICHOLAS F. TSAMOUTALES, P.A.
1900 PALM BAY ROAD NORTHEAST STE G
PALM BAY, FL 32905-7538

SUBJECT: PALM BAY VOLUNTEER OBSERVER PROGRAM, INC.
Ref. Number: W01000003504

We have received your document for PALM BAY VOLUNTEER OBSERVER PROGRAM, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

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) 487-6928.

Tim Burch
Document Specialist

Letter Number: 201A00009233

ARTICLES OF INCORPORATION OF
PALM BAY VOLUNTEER OBSERVER PROGRAM, INC.

A Florida Corporation Not for Profit

FILED

01 FEB 26 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, subscribers of these Articles of Incorporation, all natural persons competent to contract, join together to form a not-for-profit corporation under the laws of the State of Florida, and agree to the following conditions of said corporation.

ARTICLE I. NAME

The name of the corporation is **PALM BAY VOLUNTEER OBSERVER PROGRAM, INC.**

ARTICLE II. ENABLING LAW

This corporation is organized pursuant to the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes.

ARTICLE III. PURPOSES

(a) The specific and primary purpose for which this corporation, a service organization providing volunteer activities through union with the Palm Bay Police Department, is to enhance quality of life by improving public safety and supporting community and institutional growth and development.

(b) The corporation shall provide administrative and operational support to the Palm Bay Police Department including: assistance to the Victims Services Unit; fingerprinting of non-criminal applicants; front desk support; crime scene aid; computer and data support services; fleet

maintenance; command post management and deployment; courier service and building tours.

(c) The corporation shall provide services to the community in conjunction with the Palm Bay Police Department including: sex offender notification to proximate schools and community; information, transportation and support of domestic violence victims; residential security surveys; house checks; disaster and emergency response; specialized road patrol; parking enforcement of non-moving traffic violations, including issuance of city citations; traffic control; boat patrol; assistance with theft prevention, crime prevention, safety education, youth programs and public relations.

(d) This corporation is organized and operated exclusively for non-profit purposes and no part of any net earnings shall inure to the benefit of any member, director or officer.

(e) This corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida, provided, however, that this corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth in sub-paragraphs (a) through (d) of these articles.

(e) This corporation shall have the authority to adopt such by-laws as may be consistent with the purposes enumerated herein and

consistent with the Federal laws and the laws of the State of Florida under which this corporation is incorporated.

ARTICLE IV. TERM

This corporation shall have perpetual existence and is organized under a non-stock basis.

ARTICLE V. INCORPORATORS

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

<u>Name</u>	<u>Address</u>
Augustus F. Williams III	2210 Front Street Melbourne, FL 32901
Anthony J. Colandrea	1787 Wake Forest Road, NW Palm Bay, FL 32907

ARTICLE VI. MEMBERSHIP

Qualifications for membership shall be as established and set forth in the By-Laws of the Corporation.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs, managed and conducted by a board of directors. The By-Laws of this corporation may provide for the number of directors to be increased or decreased as set forth in the By-Laws adopted by the members entitled to vote. Directors shall be elected annually by majority vote of the members who vote at such election.

The Directors of this corporation shall be indemnified and immune from liability to the extent set forth, provided and limited in Section 617.0831, Florida Statutes, and the corporation may provide for bonding and insuring board members from and against liability.

The names and residences of the persons constituting the first board of directors who are to act in that capacity until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Anthony J. Colandrea	1787 Wake Forest Road, NW Palm Bay, FL 32907
Catherine Barrales	1690 Sutschek St., NE Palm Bay, FL 32907
David F. Fetherbay	720 Dinner St., NE Palm Bay, FL 32907
Elizabeth D. Johnson	1628 Jupiter Blvd., NW Palm Bay, FL 32907
Douglas Potts	140 Breakwater St., SE Palm Bay, FL 32907
Leon Terkoski	1405 Barton Avenue, NW Palm Bay, FL 32907
Rebecca E. Smith	331 Hammock Rd., SE Palm Bay, FL 32909
Timothy W. Lancaster	1626 Sungazer Dr. Rockledge, FL 32955

B. Elective Officers. The officers of this corporation shall be a President, 1st Vice-President, 2nd Vice-President, Secretary and Treasurer. Other officers may be established or appointed by members of this corporation at any regular annual meeting. The qualifications, time,

and manner of electing and appointing, the duties of the terms of office, and the manner of removing officers shall be as set forth in the By-Laws.

Officers of this corporation shall be indemnified and immune from liability to the extent set forth, provided and limited in Section 617.0831, Florida Statutes, and the corporation may provide for bonding or insuring officers from and against liability.

The officers who are to serve until the first election of officers under the Articles of Incorporation are:

PRESIDENT	AUGUSTUS F. WILLIAMS III
1 st VICE-PRESIDENT	DOUGLAS F. MULDOON
2 nd VICE-PRESIDENT	ZESTER TAYLOR
SECRETARY	ANGELINA T. COLANDREA
TREASURER	ROSEMARY TAYLOR

C. The address of the corporation's initial principal office in the State of Florida is: 130 Malabar Road, SE, Palm Bay, FL 32907.

D. The name and address of this corporation's initial registered agent is: Nicholas F. Tsamoutales, 1900 Palm Bay Road, NE, Suite G, Palm Bay, Florida, 32905.

ARTICLE VIII. INCOME FROM PUBLIC EVENTS

Any income or proceeds generated through any activities, donations or grants will be utilized only for the operation of the corporation and other not-for-profit endeavors.

ARTICLE IX. BY-LAWS

By-Laws will be hereinafter adopted at the first meeting of the board of directors. Such By-Laws may be amended or repealed, in whole or in part, by the directors in the manner provided therein. Any amendments to the By-Laws shall be binding on all members of this corporation.

ARTICLE X. AMENDMENT OF ARTICLES

Amendment to these Articles of Incorporation may be proposed by a resolution adopted by the board of directors, and then presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3rds) of a quorum of members of the corporation present at the meeting at which such amendment resolution is considered.

ARTICLE XI. LIMITATION OF PURPOSES FOR SECTION 501(c)(3) QUALIFICATIONS

This corporation is organized exclusively for public service and educational 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 of 1954, or amendments thereto.

ARTICLE XII. RESTRICTION ON DISTRIBUTION OF EARNINGS; RESTRICTION ON ACTIVITIES

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

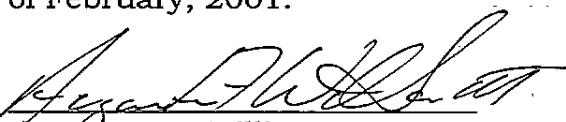
private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Articles III and XII hereof. No substantial part of the activities of the corporation shall be the carrying on or 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 1954, or amendments thereof, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, or amendments thereto.

ARTICLE XIII. DISPOSITION OF ASSETS ON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organizations organized and operated exclusively for social and educational purposes, as shall at the time qualify as an organization or organizations under Section 501(c)(3) of the Internal Revenue Code of

1954, or amendments thereto, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, and such disposition exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

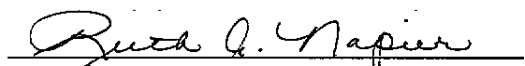
IN WITNESS WHEREOF, the undersigned subscribing incorporators have executed these Articles of Incorporation this 9th day of February, 2001.


Augustus F. Williams, III


Anthony J. Colandrea

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 9th day of February, 2001, by AUGUSTUS F. WILLIAMS III and ANTHONY J. COLANDREA, who are personally known to me or who produced valid Florida Drivers Licenses as identification.

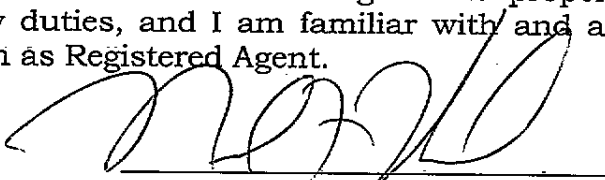

Ruth A. Napier, NOTARY PUBLIC
Commission Expires: 10/30/02
Commission Number: CC 781680



Ruth A. Napier
Commission # CC 781680
Expires OCT. 30, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Acceptance by Registered Agent

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in Article VI of these Articles of Incorporation, 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.



Nicholas F. Tsamoutales
1900 Palm Bay Rd., NE, Suite G
Palm Bay, FL 32905
321-727-1111

Date: 2-9-91