

No 2000003151

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April 22, 2002

Secretary of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

FILED
02 APR 24 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
40000533602-9
-04/24/02-01031-003
*****70.00 *****70.00

Re: The Association for Explosive Detection K-9's, International, Inc.

Dear Sir or Madam:

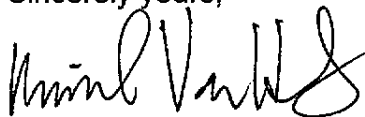
Enclosed is the original plus one copy of the Articles of Incorporation for The Association for Explosive Detection K'9's, International, Inc. In addition, a check in the amount of \$70.00 is enclosed which represents the following fees:

Filing Fee:	\$35.00
Registered Agent	
Designation:	<u>\$35.00</u>
	\$70.00

Please file the original of the enclosed Articles of Organization and return a copy to the undersigned.

Your prompt attention to this matter would be greatly appreciated.

Sincerely yours,



Michael A. Van Houten

Enclosures

**ARTICLES OF INCORPORATION
OF
THE ASSOCIATION FOR EXPLOSIVE DETECTION K-9'S, INTERNATIONAL, INC.
A FLORIDA NON-PROFIT CORPORATION**

FILED
02 APR 24 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this corporation is THE ASSOCIATION FOR EXPLOSIVE DETECTION K-9'S, INTERNATIONAL, INC.

The principal office of this corporation is: 434 N. Ridgewood Avenue, Daytona Beach, Florida 32114.

The mailing address of this corporation is: 434 N. Ridgewood Avenue, Daytona Beach, Florida 32114.

ARTICLE II

CORPORATE NATURE

This is a nonprofit corporation, organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. The purpose of this organization is to insure the progressive improvement of the professional level of performance of K-9 teams in the private sector or the K-9 industry. Each member must accept the listed requirements for performance, certification level and expectations of each member K-9 team. Only through acceptance of

exceptionally high standards can exceptional work be done.

C. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 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 V

The corporation shall have no capital stock.

ARTICLE VI

MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the corporation shall be seven (7), provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at the corporate offices in January of each year, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one 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 action 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 By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

Name	Address
Henri R. Nolin Chairman of the Board	1544 Rusty Circle Port Orange, FL 32129
Nancy Bidwell	P.O. Box 176 Aquilla, TX 76622
William Whitstine	434 N. Ridgewood Avenue Daytona Beach, FL 32114
Carolyn Nolin	434 N. Ridgewood Avenue Daytona Beach, FL 32114
Alton Brand	434 N. Ridgewood Avenue Daytona Beach, FL 32114
Stephen Scofield	434 N. Ridgewood Avenue Daytona Beach, FL 32114
Grant Bidwell	P.O. Box 176 Aquilla, TX 76622

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

Name	Address
President: Nancy Bidwell	P.O. Box 176 Aquilla, TX 76622
Vice President: William Whitstine	434 N. Ridgewood Ave. Daytona Beach, FL 32114
Secretary: Carolyn Nolin	434 N. Ridgewood Ave. Daytona Beach, FL 32114
Treasurer: Alton Brand	434 N. Ridgewood Ave. Daytona Beach, FL 32114

ARTICLE VII

EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 IV hereof.

B. 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 any candidate for public office.

C. 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 the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision 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 VIII

DISTRIBUTION OF ASSETS

Upon 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 organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

ARTICLE X

SUBSCRIBERS

The name and residence address of the Subscriber of this corporation is as follows:

Name	Address
Henri R. Nolin	1544 Rusty Circle Port Orange, FL 32129

ARTICLE XI

AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-Laws.

ARTICLE XII

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, educational, charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XIII

REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 434 N. Ridgewood Avenue, Daytona Beach, Florida 32114, and the name of its registered agent at said address shall be Henri R. Nolin.

ARTICLE XIV

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 23rd day of March, 2002.

WITNESSED BY:

Maria A. Vanth...
Rosie C. Schriest

Henri R. Nolin
Henri R. Nolin

(SUBSCRIBER)

STATE OF FLORIDA
COUNTY OF VOLUSIA

On the 23rd day of March 2002, personally appeared before me HENRI R. NOLIN, to me know to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he executed the same for the uses and purposes therein expressed.



MARY A. HALL
Notary Public, State of Florida
Exp. June 26, 2002
Comm. No. CC 733400

Mary A. Hall
Notary Public
My Commission Expires: 6/26/02

Having been named a Registered Agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Henri R. Nolin
Henri R. Nolin

Date: 23/MAR 2002

FILED
02 APR 24 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA