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September 12, 2003

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Florida State Lodge, Fraternal Order of Police Memorial Committee, Inc.
A Florida "Not for Profit" Corporation

To Whom It May Concern:

Enclosed for filing are the original and two copies of the Articles of Incorporation, which includes the consent of Registered Agent information, and the original and two copies of the By-Laws, for the above-referenced entity. I have also enclosed the filing fee of \$78.75. I shall appreciate if you will forward one of the stamped copies of the Articles and By-Laws to me at the above address and the second copy to:

Kenny Mack, Registered Agent
Florida State Lodge, Fraternal Order of Police
242 Office Plaza
Tallahassee, FL 32301

If you have any questions, please feel free to contact us.

Your cooperation is appreciated.

Sincerely,



Barbara D. Jarragin
Secretary to Robert F. McKee

/bdj

Enclosures

ARTICLES OF INCORPORATION

Of

**FLORIDA STATE LODGE, FRATERNAL ORDER OF POLICE MEMORIAL
COMMITTEE, INC.**

A Florida “not for profit” Corporation

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

- **NAME OF CORPORATION:** The name of the corporation is,
Florida State Lodge Fraternal Order of Police Memorial Committee, Inc
- **PRINCIPAL OFFICE:** The principal office of the corporation is,
242 Office Plaza Tallahassee, Florida 32301
- **MAILING ADDRESS:** The mailing address of the corporation is,
242 Office Plaza Tallahassee, Florida 32301
- **REGISTERED AGENT:** The registered agent of the corporation is,
Kenny Mack, 242 Office Plaza Tallahassee, Florida 32301
- **DURATION OF MEMBERSHIP:** The period of duration is perpetual.
The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.
- **BOARD OF DIRECTORS:** The method of selection of the Board of Directors
And the number of directors shall be stated in the bylaws.
- **INCORPORATORS:** The name and address of the incorporator is Philip Cameron,
President 242 Office Plaza Tallahassee, Florida 32301
- **CORPORATE PURPOSES:**
The purposes for which this corporation is formed are exclusively charitable and educational and consist of the following:
 - The perpetual care and maintenance of the Florida State Lodge, Fraternal Order of Police Law Enforcement Memorial Monument.
 - To raise the awareness of the citizens of the State of Florida regarding the sacrifices of Law Enforcement Officers killed or injured in the line of duty.
 - To aid, support and assist by gifts, contributions, grief counseling, or otherwise, the families of Law Enforcement Officers killed in the line of duty.
 - To hold an annual Memorial Service in recognition of those officers who have made the ultimate sacrifice.

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- To provide educational opportunities for the children of officers killed in the line of duty.
- To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.
- All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the corresponding provision of the present or future United States Internal Revenue law.

501 (c) (3) LIMITATIONS

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and State Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.
3. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.
4. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
5. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the Assets of the Corporation remaining after payment of all debts and liabilities Shall be distributed to an organization recognized as exempt under Section 501 (c) (3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in

trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal offices located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

6. "PRIVATE FOUNDATION" PROVISIONS: In the event this Corporation is considered to be a "Private Foundation" by the United States Internal Revenue Service under provisions of the United States Code, the following Provisions apply:
- a) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - b) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - c) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - d) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - e) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

INDEMNIFICATION:

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him or her (or by their heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance, therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive or any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this article.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 8th day of September, 2003.

Philip Cameron
PHILIP CAMERON, President

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF Duval

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared PHILIP CAMERON, who is either personally known to me or who produced a valid Florida Driver's License, executed the foregoing instrument as incorporator and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 8th Day of September, 2003.

Joy E. Mooshie
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:  Joy E. Mooshie
Commission # GC 906297
Expires March 15, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for the FLORIDA STATE LODGE, FRATERNAL ORDER OF POLICE MEMORIAL COMMITTEE, INC., a State of Florida not for profit corporation.

Kenny Mack
KENNY MACK, Secretary

DATE: 9/8/03