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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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FLORIDA NON-PROFIT CORPORATION

metro crime prevention of florida, inc.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75

9-23-03
22-6



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

September 24, 2003

EMPIRE CORPORATE KIT

SUBJECT: METRO CRIME PREVENTION OF FLORIDA, INC.
REF: W03000027295

We have received your document for METRO CRIME PREVENTION OF FLORIDA, INC.. However, the document has not been filed and is being returned for the following:

The Registered Agent designated in your document is not an active entity according to our records. Please list an individual or another entity that is active according to our records.

If you have any further questions concerning your document, please call (850) 245-6934.

Loria Poole
Document Specialist
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SECRETARY OF THE
ILLINOIS STATE FUND

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BEFORE ME, the undersigned authority, this day personally appeared Vicki L. Gindoff, being first duly sworn, deposes and says that:

1. That your affiant is an Officer and President of Metro Crime Prevention of Florida, Inc., a dissolved Florida for Profit Corporation, and is authorized to make this Affidavit on behalf of the Plaintiff.
2. On October 4, 2002, Metro Crime Prevention of Florida, Inc., A Florida for Profit Corporation, was administratively dissolved.
3. Metro Crime Prevention of Florida, Inc., a dissolved Florida for Profit Corporation, has no intention of revoking dissolution and is releasing its name to Metro Crime Prevention of Florida, Inc., a Florida Not for Profit Corporation.

FURTHER AFFIANT SATH NAUGHT

BY: Vicki L. Gindel
Vicki L. Gindel
As President for
Metro Crime Prevention of Florida, Inc., a
dissolved Florida Profit Corporation

SWORN TO AND SUBSCRIBED before me this 15 day of September,
2003 by Vicki L. Gindel who is personally known to
me // or has shown

as identification to me.

Notary Public, State of Florida

Print Name: _____

Garilynn Atchley



GARILYNN ATCHLEY
MY COMMISSION # DD 239706
EXPIRES: September 22, 2007
Bonded Through Subtel Money Services

Homomorphism

HUTTENLOCH

(8)

**ARTICLES OF INCORPORATION
NONPROFIT CORPORATION - NONSTOCK CORPORATION
OF
METRO CRIME PREVENTION OF FLORIDA, INC.**

The undersigned natural persons of lawful age, for the purpose of forming a nonprofit corporation under Florida Statute 617 of State of Florida, adopt the following articles of incorporation:

**ARTICLE ONE
NAME AND PRINCIPAL OFFICE**

The name of the corporation is Metro Crime Prevention of Florida, Inc., and its principal office is located at 6014 U.S. Highway 19, Suite 304, New Port Richey, FL 34652.

**ARTICLE TWO
REGISTERED OFFICE AND AGENT**

The name of the registered agent of the corporation is Robert C. Gindel Jr., P.A. The street address of the registered office is 1850 Forest Hill Boulevard, Suite 103, West Palm Beach, FL 33406.

**ARTICLE THREE
DURATION**

The period of duration of this nonprofit corporation is perpetual.

**ARTICLE FOUR
TYPE OF CORPORATION**

The corporation is a public benefit corporation, which is organized for a public or charitable purpose.

**ARTICLE FIVE
AUTHORIZATION**

The corporation is organized under the Nonprofit Corporation Law of Florida.

**ARTICLE SIX
PURPOSES**

The general nature of the business to be transacted by this Corporation shall be any and all activities permitted under the laws of the United States and of the State of Florida. Metro Crime Prevention of Florida mission is to achieve a heightened awareness by the public of the current criminal threat facing everyone in today's society and show effective measures to counter that threat. Metro Crime Prevention of Florida will provide crime awareness programs to the

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TALLAHASSEE, FLORIDA

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community, businesses, groups and organizations which will provide a forum for interaction between citizens and law enforcement. The benefit derived from these programs is that the community will receive up-to-date information from a variety of law enforcement agencies at the local, state and federal levels. In turn the community will recognize potential danger when it exists, have knowledge of strategies for avoidance, and have knowledge of non-lethal techniques for defense and survival. By adopting a sensible anti crime approach to these issues, we can realize a significant risk reduction. Personal protection begins with personal responsibility, and a proactive approach to the issues of crime and violence.

ARTICLE SEVEN NONSTOCK CORPORATION

The corporation is nonstock, and no dividends or pecuniary profits will be declared or paid to the members of the corporation.

ARTICLE EIGHT DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as initial directors are as follows:

<u>Name</u>	<u>Address</u>
Vicky L. Pine	6014 U.S. Highway 19, Suite 304, New Port Richey, FL 34652
Joseph S. Pine	6014 U.S. Highway 19, Suite 304, New Port Richey, FL 34652
David Lindeval	6014 U.S. Highway 19, Suite 304, New Port Richey, FL 34652

ARTICLE NINE ELECTION OF DIRECTORS

The manner in which the directors are to be elected by the members is as follows:

All members who are entitled to vote may vote in person or by proxy for any director nominated pursuant to the By-Laws of the Corporation. The election of directors shall be held during the annual meeting. The annual meeting will be held on the last Wednesday of January of each year with the exception of the year of incorporation.

ARTICLE TEN CORPORATE OFFICERS AND THEIR FUNCTIONS

The general officers of the corporation shall be president, vice-president, secretary, and treasurer.

The principal duties of the president shall be to preside at all meetings of the members and board of directors and to have general supervision of the affairs of the corporation.

The principal duties of the vice-president shall be to discharge the duties of the president in the event of absence or disability, for any cause, of the president.

The principal duties of the secretary shall be to countersign all deeds, leases, and conveyances executed by the corporation, affix the seal of the corporation to all papers required or directed to be sealed, and to keep a record of the proceedings of the board of directors, and to safely and systematically keep all books, papers, records, and documents belonging to the corporation, or in any way pertaining to the business of the corporation, except the books and records incidental to the duties of the treasurer.

The principal duties of the treasurer shall be to keep an account of all monies, credits, and property of the corporation which come into his or her hands, and to keep an accurate account of all monies received and disbursed and of proper vouchers for monies disbursed, and to render all accounts, statements, and inventories of monies received and disbursed and of money and property on hand, and generally of all matters pertaining to the office of treasure, as required by the board of directors.

The board of directors may provide for the appointment of additional officers as they may deem for the best interest of the corporation.

Whenever the board of directors may order, any two offices, the duties of which do not conflict, may be held by one person.

The officers shall perform additional or different duties as from time to time are imposed or required by the board of directors, or as may be prescribed from time to time by the bylaws.

ARTICLE ELEVEN ELECTION OF OFFICERS

The officers shall be elected by the directors, who shall first be elected by the members of the corporation.

ARTICLE TWELVE MEMBERSHIP REQUIREMENTS

The method and conditions on which members shall be accepted and discharged or expelled are as follows:

The authorization number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments as well as the method of collection of dues and assessments shall be set forth in the By-Laws.

**ARTICLE THIRTEEN
CLASSES OF MEMBERSHIP**

The corporation shall have one class of members, and no more than one membership may be held by any one person. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote.

**ARTICLE FOURTEEN
MEMBERSHIP DUES AND ASSESSMENTS**

The members' liability for dues and assessments and the method of collection of the dues and assessments are as set forth in the By-Laws.

**ARTICLE FIFTEEN
DISTRIBUTION OF DISSOLUTION**

In the event of dissolution of the corporation, the net assets are to be distributed as follows:

In the event of the dissolution of this corporation, or in the event it shall cease to carry out the purposes in Article Six, all the business, property, and assets of the corporation shall be distributed to an organization or organizations organized and operated exclusively for tax exempt purposes and that is tax exempt under Section 501(c)(3) of the Internal Revenue Code of 1954. That organization shall be METRO CRIME PREVENTION OF FLORIDA, INC. if it qualified as a distributee under this Article. No part of the assets or property of this corporation shall be distributed to members, either for the reimbursement of any sums subscribed, donated, or contributed by members, or for any other purpose, it being the intent in the event of the dissolution of this corporation, or on its ceasing to carry out the purposes of the corporation, that the property and assets then owned by the corporation shall be devoted to the following nonprofit charitable purpose: Charitable.

**ARTICLE SIXTEEN
AMENDMENTS**

Amendment 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. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

**ARTICLE SEVENTEEN
PROVISIONS REQUIRED TO QUALIFY FOR FEDERAL INCOME TAX
EXEMPTION AS CHARITABLE CORPORATION**

This corporation is organized and operated exclusively for charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954.

Notwithstanding any other provision of these articles, this 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 or the corresponding provisions of any future United States Revenue law, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Section 501(h) of the Internal Revenue Code of 1986, and this corporation shall not participate in or intervene in (including publishing or distributing statements) any political campaign on behalf of or in opposition to any candidate for public office.

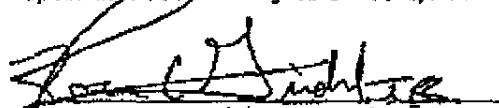
The property of this corporation is revocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, trustee, or member of the corporation or to the benefit of any private person.

On the dissolution of this corporation, after paying or adequately providing for the debts, obligations, and liabilities of the corporations, the remaining assets of this corporation shall be distribute to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501 (c)(3) of the Internal Revenue Law.

ARTICLE EIGHTEEN INCORPORATOR

These names and street address of the incorporator to these articles of incorporation is Robert C. Gindel, Jr., 1850 Forest Hill Boulevard, Suite 103, West Palm Beach, Florida 33406

The undersigned for the purpose of forming this non-profit corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 23rd day of October, 2003.


Robert C. Gindel, Jr., Esquire

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


**STATE OF FLORIDA
DEPARTMENT OF STATE**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE NAMING OFFICERS UPON WHOM PROCESS MAY
BE SERVED AND NAMES AND ADDRESSES OF THE
OFFICERS AND DIRECTORS**

The following is submitted, in compliance with Chapter 48.091 Florida Statutes:
METRO CRIME PREVENTION OF FLORIDA, INC. a corporation organized (or organizing)
under the laws of the State of Florida with its principal office at 6014 U.S. Highway 19, Suite
304, New Port Richey, FL 34652, has named Robert C. Gindel Jr., P.A. , located at 1850
Forest Hill Boulevard, Suite 103, West Palm Beach, FL 33406 as its agent to accept service of
process within this state.

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process to keep office open during
prescribed hours; to post my name (and other officers of said corporation authorized to accept
service of process at the above Florida designated address) in some conspicuous place in office
as required by Law.


ROBERT C. GINDEL JR., ESQ.
Incorporator/Registered Agent