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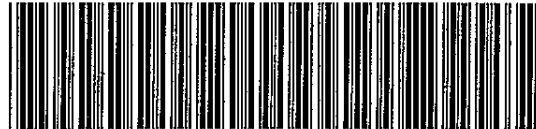
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Larry D. Hardaway & Associates, P.A.
Larry D. Hardaway, Attorney at Law
Post Office Box 1066 * Bartow, Florida 33831-1066
310 East Main Street * Bartow, Florida 33830
(863) 533-0000
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January 26, 2004

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: corporate filing of Polk County
Law Enforcement Organization

To Whom It May Concern:

Please find enclosed herewith the Articles of Incorporation for the Polk County Law Enforcement Organization that need to be filed with your office. I am also enclosing a check in the amount of \$87.50 for filing fees in this matter.

Thank you for your attention and assistance in this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Larry D. Hardaway".

LARRY D. HARDAWAY

LDH:plt
Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

POLK COUNTY LAW ENFORCEMENT ORGANIZATION, INC.

We, the undersigned, desiring to form a not-for-profit corporation for law enforcement officers and related others, do hereby associate to become incorporated under Chapter 617 of the Florida Statutes under the following proposed charter:

ARTICLE I - NAME

The name of the corporation is **POLK COUNTY LAW ENFORCEMENT ORGANIZATION, INC.**

ARTICLE II - PURPOSE

The purposes of this non-profit organization are: to promote the pursuit of professionalism among those who are affiliated with law enforcement, to promote the general good of the community and respect for law enforcement, to conduct community outreach, to inform the community of the value and essence of law enforcement, to conduct research and development for more effective law enforcement practices, to provide opportunities for networking and better relationships among members of law enforcement and law enforcement organization affiliates, to provide opportunities and programs for competence and skill development of law enforcement officers and others associated with law enforcement, and to secure funds for educational scholarships and the purposes stated above.

ARTICLE III - TERM

This corporation shall have perpetual existence.

ARTICLE IV - PRINCIPAL PLACE OF BUSINESS

The street address of the principal office of the corporation is 310 East Main Street, Bartow, Florida 33830 and the mailing address of the corporation is Post Office Box 1066, Bartow, Florida 33831-1066.

ARTICLE V - REGISTERED OFFICE

The street address of the initial registered office of the corporation is 310 East Main Street, Bartow, Florida 33830 and the initial registered agent of such address is Larry D. Hardaway.

ARTICLE VI - MEMBERSHIP

Section 1. The members of this corporation shall consist of law enforcement officers and others who are associated or affiliated with law enforcement. Such members may include, but not be limited to, past or retired law enforcement officers, any criminal justice related worker, secretaries and staff of lawyers and any other law enforcement agencies as set forth in By-Laws.

Section 2. Membership will be established by application to the corporation with review by a designated membership committee. Approval and acceptance to the corporation shall be by such determination as is established in the By-Laws. The rules governing the membership committee shall be established in the By-Laws.

Section 3. Membership requirements shall include the minimum age of 18 years and membership dues. The amount of dues shall be set forth in the By-Laws. Any other requirements shall be established in the By-Laws.

Section 4. Membership shall be subject to suspension or termination for cause as established in the By-Laws.

ARTICLE VII - BOARD OF DIRECTORS

Section 1. All corporate powers shall be exercised by and under the authority of the board of directors. The number of Directors shall be a minimum of seven (7) and a maximum of thirteen (13). The corporation shall have seven (7) directors initially. The method of elections of directors and removal of directors shall be as stated in the By-Laws. Directors shall be elected at the annual meeting of the membership.

Section 2. The following persons shall serve the Corporation as Directors until the first annual meeting called to elect Directors:

	<u>Name</u>	<u>Address</u>
1.	William Thomas President	5602 Joe King Road Plant City, FL 33567
2.	James Hogan Vice-President	1706 Terry Circle Winter Haven, FL 33881
3.	Dorothy Walker Secretary	1036 Edith Avenue Lakeland, FL 33805
4.	Leotis Wiley	5117 Waters Wood Drive Bartow, FL 33830
5.	Darrell Horne	212 Grace Avenue Dundee, FL 33838
6.	Bryant Grant	128 4 th JPV Street Winter Haven, FL 33880
7.	Marsha Frederick	915 Tangelo Drive Bartow, FL 33830

ARTICLE VIII - OFFICERS

Section 1. The officers shall have the responsibility of day to day management of the business and affairs of this corporation. The officers shall be selected as stated in the by-laws.

Section 2. The names of the persons who are to serve as the initial officers and until the first annual meeting of the membership of the corporation and their addresses are:

President	William Thomas 5602 Joe King Drive Plant City, FL 33567
Vice-President	James Hogan 1706 Terry Circle Winter Haven, FL 33881

Secretary	Dorothy Walker 1036 Edith Avenue Lakeland, FL 33805
Assistant Secretary	Faye Smith 1720 Laurel Street Bartow, FL 33830
Treasurer	Kenneth Grant 2444 Mary Jewett Circle Winter Haven, FL 33881
Sergeant at Arms	Angela Clay 3983 Shay Drive Bartow, FL 33830
Sergeant at Arms	Homer Butler 6980 Walt Williams Road Lakeland, FL 33809

ARTICLE IX - BY LAWS

The power to adopt, alter, amend or repeal the bylaws shall be vested in the membership of the corporation and the Board of Directors. The by-laws may be amended, altered, or repealed by majority vote of the directors and membership of a regular or special meeting.

ARTICLE X - AMENDMENTS TO ARTICLES

These articles of incorporation may be amended by a vote two-thirds vote of the membership at a special meeting called for that purpose. At least 30 days notice is required for the special meeting.

ARTICLE XI - DISSOLUTION

(a) No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, or officer of the corporation, nor to the benefit of any private individual.

(b) The corporation shall have no power to engage in any act or activity prohibited to corporations which are exempt from federal income taxation under Section 501(c)(3)

of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code.

(c) Upon the dissolution of the Corporation the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation distribute all of the assets of the Corporation exclusively for charitable or educational purposes to such "qualified" organization or organizations as the Board of Directors shall determine. An organization shall be deemed to be "qualified" organization for purposes of this Article only if at the time of the distribution of such assets it is organized and operated exclusively for the purposes described in Section 170(c)(2)(B) of the Code and as described in Section 509(a)(1), (2) or (3) of the Code. Any such assets not so distributed shall be distributed by the Circuit Court of the Polk County, or the Circuit Court for the county in which the principal office of the Corporation is then located, exclusively for the aforesaid purposes of the Corporation or to such qualified organization or organizations as said Court shall determine.

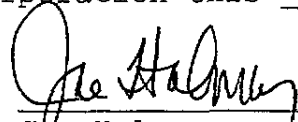
ARTICLE XII - INCORPORATORS

The number of incorporators of the corporation shall be five (5), and the names and addresses of the incorporators are as follows:

- | | | |
|----|-------------------|---|
| 1. | Cassandra Denmark | 4317 Dinner Lake Drive
Lake Wales, FL 33859 |
| 2. | Joe Halman | 216 Highland Blvd.
Bartow, FL 33830 |
| 3. | Stephen Burnett | 1003 West 11 th Street
Lakeland, FL 33805 |
| 4. | Narvell Peterson | 415 E Street
Lake Wales, FL 33853 |
| 5. | James Hogan | 1706 Terry Circle
Winter Haven, FL 33881 |

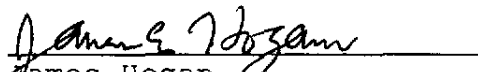
IN TESTIMONY WHEREOF, the undersigned incorporators have signed these Articles of Incorporation this 12th day of January, 2004.


Cassandra L. Denmark


Joe Halman

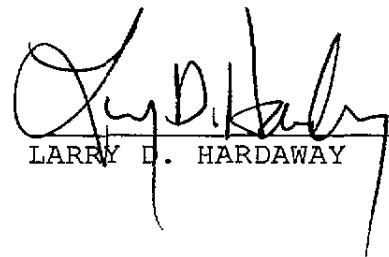

Stephen Burnett


Narvell Peterson


James Hogan

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Larry D. Hardaway, having been named to serve as Registered Agent of Polk County Law Enforcement Organization, Inc., do hereby accept such office and agree to conduct myself therein according to law. I am familiar with, and accept, the obligations of such office.


LARRY D. HARDAWAY