

N05000001363

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(City/State/Zip/Phone #)

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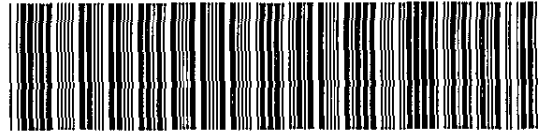
(Document Number)

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Amend. AC
T. Lewis

FILED
05 JUL 12 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07/13/05--01009--005 **44.00

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Organization of Minority Correctional Officers South Florida

DOCUMENT NUMBER: N05 00000 1363

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

A.J. Melton

(Name of Contact Person)

Progressive Correctional Officers Association, Inc.

(Firm/ Company)

5524 NW 7th Avenue

(Address)

Miami, Fl 33127

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

A.J. Melton

(Name of Contact Person)

at (305) 756-3227

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee ☒ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RECEIVED

05 MAY 19 AM 8:00



Progressive Correctional Officers Association

"Devoted, Integrity, Pride, Courage, Vision, Professionalism"

Alwyn J. Melton
5524 NW 7th Ave
Miami, FL 33127

Carolyn Lewis, Regulatory Specialist II
New Filings Section
Division of Corporations
PO BOX 6327
Tallahassee, FL 32314

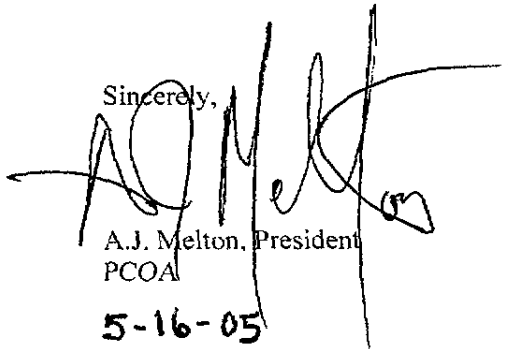
Reference Document Number: N05000001363

Dear Carolyn Lewis:

This letter is to inform you that the name of the corporation known as The Organization of Minority Correctional Officers of South Florida has changed to the **Progressive Correctional Officers Association**. I have enclosed the new articles of incorporation with the necessary signatures. If there is any additional information that you require, please do not hesitate to contact me at amelton357@msn.com and I will be sure to get back with you as soon as possible.

Your cooperation in this matter is greatly appreciated.

Sincerely,


A.J. Melton, President
PCOA

5-16-05



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 19, 2005

A.J. MELTON
PROGRESSIVE CORRECTIONAL OFFICERS ASSOC.
5524 N.W. 7TH AVE.
MIAMI, FL 33127

SUBJECT: ORGANIZATION OF MINORITY CORRECTIONAL OFFICERS OF
SOUTH FLORIDA, INC.
Ref. Number: N05000001363

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 605A00036298

RECEIVED
05 JUL 12 AM 8:00
DIVISION OF CORPORATIONS

Articles of Amendment
to
Articles of Incorporation
of

Organization of Minority Correctional Officers of South Florida, Inc
(Name of corporation as currently filed with the Florida Dept. of State)

NO 5 00000 1363

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

Progressive Correctional Officers Association, Inc

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article I--The Name of the Organization shall be "Progressive Correctional Officers Association, Inc." (Amend)

Articles II thru XIV (Amend) See
a Attached document

(Attach additional pages if necessary)

(continued)

FILED
05 JUL 12 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FL 32303

THE ARTICLES OF INCORPORATION FOR THE
PROGRESSIVE CORRECTIONAL OFFICERS ASSOCIATION, INC
In Compliance with chapter 617, F.S., (Not for Profit)

Article I---Name

The name of the organization shall be "Progressive Correctional Officers Association, Inc."

Article II---Principal Office

Progressive Correctional Officers Association, Inc
5524 NW 7th Avenue
Miami, Fl 33127

Article III---Purpose

- A) Progressive Correctional Officers Association shall serve as a clearinghouse for the exchange of ideas and information among and between its members.
- B) Progressive Correctional Officers Association, through membership and interaction will assist and promote individuals awareness of current correctional trends and enhance the leadership and management skills of its members as correctional professionals.
- C) Progressive Correctional Officers Association, will promote an atmosphere that shall be structured in a manner to bet promote interaction among the membership and its constituents.
- D) Progressive Correctional Officers Association will engage in community activities, which will advance the interest of this organization, the community, and the state.
- E) Progressive Correctional Officers Association shall promote better public relations through civic organizations, and support such organizations in the interest of establishing friendly and courteous relations with the public, members, and affiliates.
- F) Progressive Correctional Officers Association will increase the public's understanding of the social and economic gains to the individuals and to the communities through providing opportunities for all public offenders to become self-sufficient and contributing members of society.
- G) Progressive Correctional Officers Association shall develop short-term and long-term strategic plans for future projects that will enhance the growth and

professionalism of the organization. These Plans will be reviewed annually the Board of Directors and its membership.

- H) Progressive Correctional Officers Association will educate and inform state, local, and federal officials on the importance of updating and amending Correctional Law and existing laws that will affect the Corrections profession.
- I) Progressive Correctional Officers Association will perform training seminars, promotional preparation, and educational research for the membership in order to keep them abreast of the changes in the Corrections profession.
- J) Progressive Correctional Officers Association will promote the guidelines and standards set forth by The American Correctional Association (ACA), the American Jail Association (AJA), and the National Institute of Corrections (NIC).
- K) Progressive Correctional Officers Association will provide assistance, being it financial, moral, or other, to law enforcement organizations or other bodies having purposes and objectives in whole or in part to those of Progressive Correctional Officers Association.
- L) Progressive Correctional Officers Association will promote and provide services in the areas of crime prevention, literacy, drug prevention, juvenile delinquency, safe neighborhoods, crime watch, employability skills, education, etc, to the community and its membership.

Article IV--Manner of Election

The election of the President, First Vice-President, Second Vice-President, Treasurer, Secretary, and Sergeant-at-Arms shall be conducted via U.S. mail and at designated polling places, at least 60 days prior to the December meeting. All members who appear on the Progressive Correctional Officers Association mailing list at least 60 days prior to the Progressive Correctional Officers Association December meeting will be allowed to vote. Election results will be announced at the annual meeting

- (A) Officers shall be elected by a majority vote of the membership of the organization. All voting shall be conducted through the U.S. mail and designated polling places. The Board of Directors shall determine designated polling places and election period(s) as stipulated in the bylaws.
- (B) Voting shall be secret unless otherwise ordered by two-thirds of the Board of Directors.
- (C) A majority of votes from the membership shall be required for a candidate to be elected.

Article V---Initial Directors or Officers

The Organization's initial Board of Directors shall be comprised of the following:

A.J. Melton, President
5524 NW 7th Avenue
Miami, Fl 33127

Ruben Okera, First Vice-President
5524 NW 7th Avenue
Miami, Fl 33127

Cornelius Handfield, Second Vice-President
5524 NW 7th Avenue
Miami, Fl 33127

Eddie Lewis, Third Vice-President
5524 NW 7th Avenue
Miami, Fl 33127

Gussie Adams, Treasurer
5524 NW 7th Avenue
Miami, Fl 33127

Joyce Holmes, Secretary
5524 NW 7th Avenue
Miami, Fl 33127

Michael Smith, Sergeant-at-Arms
5524 NW 7th Avenue
Miami, Fl 33127

Article VI---Initial Registered Agent

A.J. Melton
5524 NW 7th Ave
Miami, Fl 33127

Article VII---Incorporator

Pamela Moore
5524 NW 7th Avenue
Miami, Fl 33127

Article VIII---Amendments

The articles of incorporation and the bylaws may be amended at any regular meeting of the organization at which a quorum is present by *two-thirds 2/3 of the Board of Directors* or the membership provided that:

- (A) The intent to amend the articles of incorporation or bylaws has been contained in the Meeting Notice by U.S. Mail, advertisement, electronic devices, or any designated communicator.
- (B) The proposed amendment has been submitted to the Board of Directors and the membership for consideration and recommendation at least (60) days in advance.
- (C) Proposed changes to the Articles of Incorporation or the bylaws shall be completed within 120 days. If not, the process must repeat itself until the proposed changes are made.

Article IX---Dues and Fees

Dues and fees for the organization are to be determined by the Board of Directors and approved annually by the general membership.

There shall be a membership fee for agencies, associate members, and individuals joining Progressive Correctional Officers Association. New agencies and individuals joining Progressive Correctional Officers Association shall pay membership dues, which are valid for the calendar year, the agency or individual joins. Dues are payable annually to the Treasurer. Dues shall be invoiced and payable as directed by the Board of Directors.

The guidelines shall be followed regarding membership dues and assets:

- (A) If dues are not paid, the Treasurer shall inform the Progressive Correctional Officers Association president and report to the Board of Directors for further action at the next scheduled meeting.
- (B) An independent auditor shall conduct and audit of the organization's financial records annually. An audit may be conducted at anytime as determined by the Board of Directors.
- (C) The organization will require that the Board of Directors be bonded with a Fidelity Position Schedule Bond in the amount equal to or greater than the total assets of the organization at a rate determined by the bonding company and approved by the Board of Directors. A Fidelity Position Schedule Bond will only be required when total assets of the organization exceed \$5000.00.
- (D) There shall be no dues required of Special Members.

Article X---Dissolution

Upon the time of dissolution of the organization, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the organization, for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of Competent Jurisdiction of the county or city in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

Article XI---Debt and Personal Liability

No member, officer, or Director of this organization shall be personally liable for the debts or obligations of this organization of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to payment of the debts or obligations of this organization. This does not preclude member(s) who have been charged and found guilty of violating State, Federal, or Local laws. In all instances, the Board of Directors reserves the right to pursue criminal or civil charges against all persons who utilize their position or affiliation with Progressive Correctional Officers Association to defraud this organization, its constituents, or the public.

Article XII---Exemption Requirements

No part of the net earning of the organization shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the organization 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 III. No substantial part of the activities of the organization 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 the 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 (or the corresponding provisions 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 provisions of any future United States Internal Revenue Laws).

Article XIII---Indemnification

The power of indemnification under the Florida Statutes (including those revised) shall not be denied or limited by the bylaws. *Progressive Correctional Officers Association* hereby indemnifies each present and future Board of Directors and elected officer(s), whether or not then in office, against expenses actually and necessarily incurred or imposed upon him/her (including, but without being limited to, judgments, costs and counsel fees) in connection with the defense of an action, suit or proceeding in which he/she is made a party by reason of being or having been a Director or Elected Officer of the Organization except in relation to matters as to which he/she shall be judged in such action, suit or proceeding to be liable for intentional misconduct. Such indemnification shall not be deemed exclusive of other rights to which such Director or Elected Officer may be entitled, under any agreement, a vote of the members, as a matter of law, or otherwise.

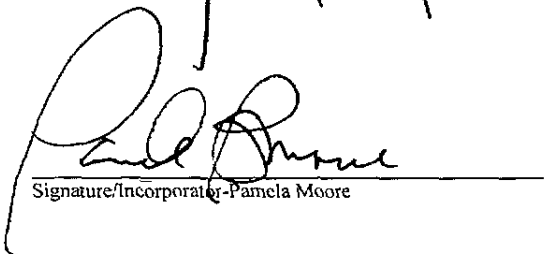
Article XIV---Saving Clause

If any provision of these articles of Incorporation/bylaws shall be declared invalid or inoperative by any competent authority of the Executive, Judicial, or Administrative branches of the federal or state government, the Board of Directors shall have the authority to suspend the operation of such provision during the period of its invalidity and to substitute in its place instead a provision which will meet the objections to its validity and which will be in accord with the intent and purpose of the invalid provision. If any Article or Section in these Articles of Incorporation/bylaws should be held invalid by operation of law or by any tribunal of competent jurisdiction, the remainder of these Articles of Incorporation/bylaws of the application of such Article or Section to persons or circumstances other than those to which it has been held invalid, shall not be affected thereby.

Having been named as 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.


Signature/Registered Agent-A.J. Melton


Date


Signature/Incorporator-Pamela Moore


Date

The date of adoption of the amendment(s) was: 5/13/05

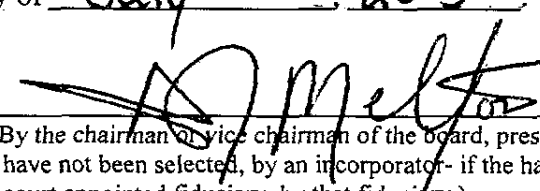
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 07 day of July, 2005

Signature


(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

A.J. Melton

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35