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Amend Theuris 1-5-11



"Paul J. Marino, P.A.

Attorney at Law

Paul J. Marino
Admitted in FL & MD
Certified Circuit Court Mediator

Phone: 727-224-2488 Fax: 727-593-1700

E-mail: cityatty@verizon.net

Post Office Box 344 · Indian Rocks Beach · Florida · 33785

December 31, 2010

Ms. Thelma Lewis
Document Specialist Supervisor
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Crime Prevention and Safe Schools Commission, Inc. Ref. Number: N08000007530

Dear Ms. Lewis:

In furtherance of our telephone conversation, I am returning the original Articles of Amendment and copy you sent back to my office. I specifically call your attention to Article X entitled *Amendment of Articles* which sets forth with specificity that the Amendments were approved by the Board of Commissioners (Board of Directors) of the subsidiary corporation, and by the Board of Directors of the parent corporation, the National Association of School Resource Officers, Inc. This declaration by both authorities more than meets the requirements of Chapter 617 F.S.

My office previously sent to your office, a check in the amount of \$70.00, which represents the required filing fee and the fee to change the Registered Agent.

At your convenience, we would appreciate you processing these Amended Articles.

Sincerely

Paul J. Marino, Esquire

Encl: Articles of Amendment & Copy



Paul J. Marino, P.A.

Attorney at Law

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Post Office Box 344 · Indian Rocks Beach · Florida · 33785

December 13, 2010

Amendment Section
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment

Crime Prevention & Safe Schools Commission, Inc. (A Florida Non-Profit Corporation) – Document No. N08-00007530

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Amendment for the above referenced non-profit entity, together with our check in the amount of \$ 70.00 which represents the required filing fee, including the designation of a new registered agent.

Please conform the copy of the Articles of Amendment and return the same to this office showing the effective filing date of this non-profit corporation.

As always, your prompt attention to this matter will be greatly appreciated.

Sincerely

Paul J. Miarino

Cc: Patrick Fitzgerald via e-mail



FLORIDA DEPARTMENT OF STATE Division of Corporations

December 17, 2010

PAUL J. MARINO, ESQ. PAUL J. MARINO, P.A. P. O. BOX 344 INDIAN ROCKS BEACH, FL 33785

SUBJECT: CRIME PREVENTION AND SAFE SCHOOLS COMMISSION, INC.

Ref. Number: N08000007530

We have received your document for CRIME PREVENTION AND SAFE SCHOOLS COMMISSION, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If there are <u>MEMBERS ENTITLED TO VOTE</u> on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are <u>NO MEMBERS OR MEMBERS ENTITLED TO VOTE</u> on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 310A00029265

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ARTICLES OF AMENDMENT

OF

CRIME PREVENTION AND SAFE SCHOOLS COMMISSION, INC.

(A Florida Non-Profit Corporation)

Document Number: N08-000007530

ARTICLE I

CORPORATE NAME

The name of this corporation is: Crime Prevention and Safe Schools Commission Inc.

ARTICLE II

CORPORATE NATURE

This is a non-profit corporation organized solely for general educational purposes and those purposes authorized pursuant to the provisions of the Florida Corporation (Not-For Profit) Law as set forth in Chapter 617, Florida Statute.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

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

- (a) To promote education of law enforcement officers, school administrators, government officials, planners, architects and contractors on the concept of crime prevention and school safety through environmental design.
- (b) To promote the importance for individuals to become certified in the principles and concept of proper school design and effective use of the built environment that can lead to a reduction in both incidence and fear of crime while also improving quality of life.
- (c) To conduct audit and consulting services of schools or proposed school construction for school administrators, units of local government, architect, planners and contractors to encourage the utilization of the latest concepts for crime prevention and the protection of life and property through environmental design.



(d) To have and exercise all rights and powers conferred on nonprofit corporations under the laws of the State of Florida, or which may hereafter be enacted or conferred, including the power to contract, rent, buy or sell personal or real property; provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activity or exercise any power that are not in furtherance of the specific and primary purposes of this corporation.

ARTICLE V

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/Commissioners consisting of not less than five (5) persons, provided that the number and composition of the Board of Directors/Commissioners may be changed by the by-laws of the corporation.
- (b) METHOD OF SELECTION OF DIRECTORS. Commissioners of the Board shall be nominated and appointed by the Board of Commissioners.
- (c) ELECTION AND TERM OF OFFICERS. Officers of the corporation shall be elected by the members of the Board of Commissioners. The term of office of each Officer and Commissioner of the corporation shall be fixed by the by-laws of the corporation.
- (d). EXECUTIVE MANAGEMENT COMMITTEE. There shall be an Executive Management Committee of the Board consisting of the corporate officers, to wit, President, Vice Presidents, Secretary and Treasurer. The Executive Management Committee may act in lieu of the Board between regular meetings of the Board of Commissioners on all matters requiring immediate attention; and they shall have the authority to exercise all of the powers and prerogative of the Board of Directors/Commissioners, except to fill any vacancy of a vacant Commissioner position. The Executive Management Committee may be called into session on the call of the Chairman of the Board.
- (e). CORPORATE OFFICERS AND BOARD OF DIRECTORS/COMMISSIONERS The names and addresses of the corporate officers and Board of Commissioners are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Patrick Fitzgerald	President	2324 Lockwood Loop The Villages, Florida 32162
Edward Bova	Vice President	1481 10 th Street NW #301 St. Paul, MN 55112
David Kamleiter	Treasurer	3212 W. Molly Lane Phoenix, Arizona 85083
Kevin Nolan	Secretary	2 Eyssi Drive Salem, NH 03079
Anthony Moriarty	Director/Commissioner	2163 Lima Loop PMB 071034 Laredo, TX 78045

ARTICLE VI

EARNINGS AND ACTIVITIES OF CORPORATION

- (a). No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors, trustees, 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) Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c) of the Internal Revenue Code of 1954, (or the corresponding provisions of any future United States Revenue Law)
- (c) Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any power that are not in furtherance of the purposes of this corporation.

ARTICLE VII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Commissioners shall, after paying or making the provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner to an organization tax-exempt under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Law), as the Board of Commissioners 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 VIII

MEMBERSHIP

Membership in the corporation shall be by appointment of the Board of Commissioners, with qualification for such membership and the manner of admission being established by the bylaws of this corporation. The Board may approve other classes of membership, by appropriate amendment to the by-laws of the corporation, to further the purposes for which the corporation was formed.

ARTICLE IX

AMENDMENT OF BY-LAWS

Subject to the limitations contained in the by-laws, and any limitations set forth in the Corporation Not For Profit Laws of the State of Florida, concerning corporate action that must be authorized or approved by the membership of the corporation, by-laws of the corporation may be made, altered, rescinded, added to, or new by-laws may be adopted by the Board of Directors/Commissioners or by such other procedures set forth in the by-laws.

ARTICLE X

AMENDMENT OF ARTICLES

These Articles of Amendment to the Articles of Incorporation were adopted by the officers and directors of the parent corporation on the 7th day of August, 2010, with an effective date being the same date of the same are filed with the Florida Secretary of State.

There being no members or members entitled to vote on the amendments. The amendments were adopted by the Board of Commissioners.

ARTICLE XI

DEDICATION OF ASSETS

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

ARTICLE XII

REGISTERED AGENT AND OFFICE

The name and address of the registered agent is Patrick J. Fitzgerald whose address is 2324 Lockwood Loop, The Villages, Florida 32162.

ARTICLE XIII

PRINCIPAL OFFICE AND MAILING ADDRESS

The Principal Office of the Corporation shall be located at 2324 Lockwood Loop, The Villages, Florida 32162 until otherwise changed by the Board of Directors/Commissioners, and the mailing address is the same as the Principal Office.

ARTICLE XIV

AMENDMENTS OF ARTICLES

Amendments of these Articles of Incorporation may be proposed by a resolution adopted by the Board of Director of NASRO or the Board of Commissioners.

I, THE UNDERSIGNED, being the subscriber and incorporator of the corporation, for the purpose of forming this non-profit corporation under the laws of the State of Florida, having executed these Articles of Incorporation, this & Taday of December 2008. REGISTERED AGENT'S ACCEPTANCE Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes of Florida law relative to the proper and complete performance of my duties. STATE OF FLORIDA COUNTY OF SUMTER BEFORE ME, the undersigned authority, this day, personally appeared Patrick J. Fitzgerald and known to be the person who executed the foregoing Articles of Amendment and he acknowledged to and before me that they executed such instrument as his voluntary and free act. IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 8th day of De eember 2010. KATHLEEN L CIESCO MY COMMISSION # DD 736205 EXPIRES: November 20, 2011 Bonded Thru Notary Public Underwriters Notary Public of the State of Florida at Large My Commission Expires: