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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**SARASOTA POLICE FOUNDATION, INC.**

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SECRETARY OF STATE  
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**ARTICLES OF INCORPORATION  
OF  
SARASOTA POLICE FOUNDATION, INC.**

**(A Corporation Not for Profit)**

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I hereby make, adopt and subscribe the following Articles of Incorporation:

**I.  
NAME OF CORPORATION**

The name of this corporation shall be:

Sarasota Police Foundation, Inc.

The principal address and the mailing address of the corporation shall be:

c/o Lawrence J. Twill  
464 Golden Gate Point, #404  
Sarasota, Florida 34236

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**II.  
PURPOSES**

The purposes for which the corporation is organized are exclusively charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

The general nature, objects and purposes of the corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, solicitation, fundraising, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for health, welfare, scientific, educational, environmental, cultural and other charitable purposes, including:

A. To distribute property in accordance with the terms of gifts, bequests, or devises made to the corporation which are not inconsistent with its purposes;

B. To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the board of directors, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the corporation.

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The specific nature, objects and purposes of the corporation shall be to improve public safety in the City of Sarasota, Florida, by providing resources and support to the Sarasota City Police Department that are not readily available through other means. The corporation shall receive and administer grants and contributions of money or property from individuals, private organizations, and public sources, and to apply or disburse these contributions for the benefit of the people of the City of Sarasota, for the purchase of equipment and by funding, assisting or undertaking programs, and activities to strengthen the City of Sarasota Police Department, to promote public safety; and pursue independent studies and programs to assist and improve the performance and effectiveness of the City of Sarasota Police Department and to promote public understanding. The Corporation will not seek to influence the City of Sarasota Police Department policies in respect to operational or personnel matters.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, 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 herein. No substantial part of the activities of the corporation 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 or in opposition to any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal 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).

### III.

#### BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a board of directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of directors shall be as stated in the Bylaws.

### IV.

#### INITIAL OFFICERS AND DIRECTORS

The names and addresses of the initial officers and directors of the corporation are as follows:

Lawrence J. Twill 464 Golden Gate Point, #404 Sarasota, Florida 34236	-	Director, President and Treasurer
David J. Barger 464 Golden Gate Point, #704 Sarasota, Florida 34236	-	Director and Vice President

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Harry Orenstein  
106 Padova Way  
North Venice, Florida 34275

- Director and Secretary

**V.  
CORPORATE EXISTENCE**

The existence of this corporation shall be perpetual, unless dissolved according to law.

**VI.  
BYLAWS**

The first board of directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the directors in the manner provided by such Bylaws.

**VII.  
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 200 South Orange Avenue, Sarasota, Florida 34236 and the name of the initial registered agent of this corporation at that address is Charles D. Bailey, Jr.

**VIII.  
INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is Lawrence J. Twill, 464 Golden Gate Point, #404, Sarasota, Florida 34236.

**IX.  
DISTRIBUTION UPON DISSOLUTION**

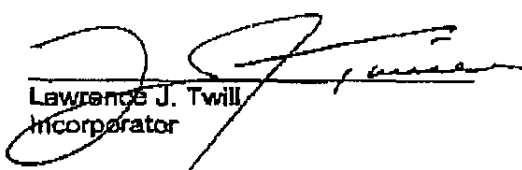
Upon the dissolution of the corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes for which this corporation was organized to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Law, or the assets of the Corporation may be distributed to the City of Sarasota Police Department either as a grant for a specific purpose determined from a list prepared by the Sarasota Chief of Police or as an undesignated gift.

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X.  
AMENDMENT

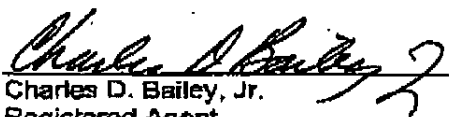
This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28<sup>th</sup> day of August 2008.

  
Lawrence J. Twill  
Incorporator

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned, hereby consents to the appointment as Registered Agent of Sarasota Police Foundation, Inc. to accept service of process upon said corporation in this state. The undersigned is familiar with, and accepts, the obligations of this position.

  
Charles D. Bailey, Jr.  
Registered Agent

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