

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H22000247947 3)))



H220002479473ABC4

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850)617-6380

From:

Account Name : GREEN SCHOENFELD & KYLE LLP  
Account Number : 120000000177  
Phone : (239)936-7200  
Fax Number : (239)936-7997

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
CAPE CORAL POLICE EXPLORERS POST 465 INC.**

Certificate Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$43.75

RECEIVED

2022 JUL 21 PM 4:41

SECRETARY OF STATE  
TALLAHASSEE, FL

JUL 21 PM 4:50

FILED

**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**

**FILED**

JUL 21 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE, FL

**CAPE CORAL POLICE EXPLORERS POST 465 INC.**  
**A FLORIDA CORPORATION NOT-FOR-PROFIT**

Cape Coral Police Explorers Post 465 Inc., a Florida corporation not-for-profit (the "Corporation"), organized and existing under the laws of the State of Florida (Chapter 617, Florida Statutes), pursuant to Articles of Incorporation filed on May 16, 2018, effective May 11, 2018, as document number N18000005479, hereby certifies, by and through its undersigned President, as follows:

The undersigned, being the President of the Corporation, hereby approves, executes and adopts these Amended and Restated Articles of Incorporation in their entirety for the Corporation pursuant to authority granted by the Corporation's Board of Directors. These Amended and Restated Articles of Incorporation have been duly approved, authorized, ratified and confirmed by the Corporation's Board of Directors on July 21, 2022. These Amended and Restated Articles of Incorporation do not require approval, authorization, ratification or confirmation by the Corporation's members.

These Amended and Restated Articles of Incorporation were adopted as of the date set forth below.

**1. Name**

The name of the Corporation is Cape Coral Police Explorers Post 465 Inc. The Corporation's principal office is located at 1100 Cultural Park Boulevard, Cape Coral, Florida 33990 in Lee County, Florida. The Corporation's mailing address is 1100 Cultural Park Boulevard, Cape Coral, Florida 33990 in Lee County, Florida. The Board of Directors may from time to time move the principal office of the Corporation to any other address in the State of Florida.

**2. Nature of Business**

The purposes for which the Corporation is formed are exclusively religious, charitable, scientific, testing for public safety, literary or educational, to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment) or for the prevention of cruelty to children or animals, within the meaning of Section 501(c)(3) of the U.S. Internal Revenue Code of 1986, as amended (the "Code"), and any rulings or regulations thereunder, or the corresponding provisions of any future internal revenue law of the United States of America (the "Revenue Laws"). More specifically, subject to the restrictions and limitations of the Corporation's Articles of Incorporation and the Revenue Laws, the Corporation will advance the knowledge, understanding, and appreciation of law enforcement by teenagers, foster a better understanding between the City of Cape Coral

Police Department and the youth of Cape Coral, Florida, assist teenagers in becoming mature, responsible citizens, allow teenagers to assist the City of Cape Coral Police Department in its daily duties when appropriate, and provide teenagers with opportunities to develop leadership skills, all through the operation of an Explorers program for teenagers in cooperation with the City of Cape Coral, Florida Police Department.

**3. Powers**

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are set forth in furtherance of the exempt purposes of organizations described in Code Section 501(c)(3) (or any corresponding provisions of any future Revenue Laws), including any rulings and regulations thereunder.

**4. No Members**

The Corporation shall no members.

**5. Term of Existence**

Corporate existence commenced on the date of filing of the Corporation's Articles of Incorporation in the office of the Secretary of State of the State of Florida, and the Corporation shall have perpetual existence thereafter.

**6. Incorporator**

The name and address of the original incorporator to the Company's Articles of Incorporation are: Shannon Northorp, 1100 Cultural Park Boulevard, Cape Coral, Florida 33990.

**7. Officers**

The officers of the Corporation shall be a President, Secretary and Treasurer, and such other officers as may be provided by Bylaws adopted for the Corporation. Officers shall be elected by the Board of Directors in the manner set forth in Bylaws adopted for the Corporation. The current officers of the Corporation are:

Anthony Sizemore 1100 Cultural Park Boulevard Cape Coral, Florida 33990	President
Jon Kulko 1100 Cultural Park Boulevard Cape Coral, Florida 33990	Treasurer/Secretary

**8. Directors**

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be appointed by the Chief of Police of the City of Cape Coral, Florida Police Department in accordance with Bylaws adopted for the Corporation; provided, however, the Corporation's Board of Directors shall never have less than three (3) members; provided, further, that the Chief of Police of the City of Cape Coral, Florida Police Department may remove any member of the Board of Directors, with or without cause, in accordance with Bylaws adopted for the Corporation.

The current Board of Directors is composed of the following persons:

Anthony Sizemore  
1100 Cultural Park Boulevard  
Cape Coral, Florida 33990

Jon Kulko  
1100 Cultural Park Boulevard  
Cape Coral, Florida 33990

Juan Munoz-Hoys  
1100 Cultural Park Boulevard  
Cape Coral, Florida 33990

Nick Slover  
1100 Cultural Park Boulevard  
Cape Coral, Florida 33990

**9. Registered Office and Agent**

The street address of the registered office of the Corporation is 1100 Cultural Park Boulevard, Cape Coral, Florida 33990, and the name of the registered agent at such address is Anthony Sizemore.

**10. Bylaws**

The Board of Directors shall provide, and amend from time to time as warranted, such Bylaws for the conduct of the Corporation's business and for the conducting of the Corporation's purposes as the Board of Directors may deem necessary from time to time, but only with the approval of the Chief of Police of the City of Cape Coral, Florida Police Department.

**11. Amendments**

Amendments to the Corporation's Articles of Incorporation shall be proposed by resolution of the Board of Directors or by the officers of the Corporation and shall be approved (i) by the Board of Directors by a majority vote of a quorum present at a meeting duly called in accordance with Bylaws adopted for the Corporation, and (ii) by the Chief of Police of the City of Cape Coral, Florida Police Department.

**12. Limitations on Actions**

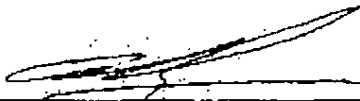
All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any members, trustees, officers, directors or any other private persons, except the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth above. No substantial part of the Corporation's activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, except as otherwise provided in Code Section 501(h) (or corresponding provisions of any subsequent Revenue Laws); and the Corporation shall not participate in or interfere or intervene with (including the publication or distribution of statements regarding) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of the Corporation's Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from U.S. federal income taxation under Code Section 501(c)(3) (or corresponding provisions of any subsequent Revenue Laws) or any organization, contributions to which are deductible under Code Section 170(c)(2) (or corresponding provisions of any subsequent Revenue Laws). The Corporation shall have no capital stock, pay no dividends, and distribute no part of its net income or assets to any members, trustees, officers, directors or any other private persons, and the private property of any members, trustees, officers, directors or any other private person shall not be liable for the debts of the Corporation.

In particular, but without limitation of the generality of the foregoing paragraph, during such time as the Corporation may be considered a private foundation as defined in Code Section 509(a) (or corresponding provisions of any subsequent Revenue Laws), it shall not: fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code Section 4942 (or corresponding provisions of any subsequent Revenue Laws); engage in any act of self-dealing as defined in Code Section 4941(d) (or corresponding provisions of any subsequent Revenue Laws); retain any excess business holdings as defined in Code Section 4943(c) (or corresponding provisions of any subsequent Revenue Laws); make any investment in such manner as to subject it to tax under Code Section 4944 (or corresponding provisions of any subsequent Revenue Laws); or make any taxable expenditures as defined in Code Section 4945(d) (or corresponding provisions of any subsequent Revenue Laws).

**13. Dissolution**

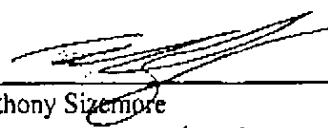
Upon dissolution of the Corporation, all its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Corporation or distributed to an organization described in and qualified under Code Section 501(c)(3) (or the corresponding provisions of any future Revenue Law), as shall be selected by the last Board of Directors of the Corporation. None of the assets will be distributed to any member, trustee, officer, director or any other private person. Any such assets not so disposed of shall be disposed of by the court of common pleas of the county 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.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on behalf of the Corporation on 7/21, 2022.

  
\_\_\_\_\_  
Anthony Sizemore, President

**Acceptance by Registered Agent**

Having been named to accept service of process for the within-named Corporation, at the place designated hereinabove, the undersigned hereby accepts the designation to act in this capacity, and acknowledges he is familiar with and agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

  
\_\_\_\_\_  
Anthony Sizemore

Dated: 7/21/22, 2022