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YAMILE M. TREHY
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MICHAEL J. PAWELCZYK
ROBERT W. VALE
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PLEASE REPLY TO FORT LAUDERDALE

February 9, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800001712358
-02/12/96--01053--016
***122.50 ***122.50

Re: Articles of Incorporation for the Police Athletic League
of Pembroke Pines, Inc.

Dear Sir or Madam:

Pursuant to section 617.0202, Florida Statutes, enclosed please find for filing the original Articles of Incorporation for the Police Athletic League of Pembroke Pines, Inc. along with a copy of same. The Police Athletic League of Pembroke Pines is a non-profit corporation dedicated to promote and safeguard the interests and general welfare of the youth of Pembroke Pines.

Enclosed please find check number 4455 made payable to the Department of State in the amount of \$122.50, reflecting the filing fee and the cost for a certified copy of the document.

Please forward to my office at your earliest convenience a certified copy of the Articles of Incorporation contained herein. Thank you for your assistance in this matter.

Sincerely yours,

Leonard G. Rubin/rmt

LEONARD G. RUBIN

LGR/rmt
Enclosures
760185.PP\POLICE\PAL.LTR

cc: Mayor Alex Fekete
Police Chief Martin Rahinsky

RECEIVED
TALLAHASSEE, FLORIDA

96 FEB 12 AM 9:18

FILED

ARTICLES OF INCORPORATION

OF

THE POLICE ATHLETIC LEAGUE OF PEMBROKE PINES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, and who is a natural person competent to contract, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be The Police Athletic League of Pembroke Pines, Inc., a Florida corporation.

ARTICLE II

This Corporation shall have perpetual existence.

ARTICLE III

The general purposes for which the Corporation is organized are as follows:

1. To foster and encourage in the youth of the community a spirit of loyalty and faith in American traditions and institutions.

2. To participate actively in endeavors designed to promote and safeguard the interest and general welfare of the youth of the community.

3. To promote the spirit of benevolence, friendship, sociability, goodwill and tolerance among the youth of the community.

4. To instill in the youth of the community good health habits, good sportsmanship, and high moral and civic standards.

5. To perform any and all other things incident and kindred to the above purposes and not inconsistent with law as will further and promote youth programs in the City of Pembroke Pines.

ARTICLE IV

The corporation shall be non-stock, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

ARTICLE V

The address of the principal office of the Corporation is: 9500 Pines Boulevard, Pembroke Pines, Florida 33024.

ARTICLE VI

1. No person shall be denied membership in the Corporation on the basis of sex, race, religion, or national origin.

2. Membership shall be divided into five (5) classes: (A) Active, (B) Associate, (C) Participating, (D) Honorary, and (E) Life.

A. Active members shall be persons of good moral character whose associations in business or profession and private life are above reproach, and shall be public spirited citizens who have sincere interest in the welfare of the Corporation and its members. Any person meeting these qualifications shall be eligible for active membership upon written application duly endorsed by an active member and approval by the Board of Directors.

B. Associate members shall be persons, otherwise eligible for active membership, but not having the necessary time to devote to the League as an active member. Any person

meeting those qualifications shall be eligible for associate membership upon application by said member, and upon a majority vote of the Directors present at any regular or special Board of Directors meeting. Associate members shall not have voice or vote in the Corporation.

C. Participating members shall be any persons between the ages of five and twenty years, inclusive, who shall be involved in any of the various youth activities of the League.

D. Honorary members shall be any persons, otherwise qualified for associate membership, selected upon a majority vote of members present and voting at a regular meeting after recommendation of the Board of Directors. Honorary members shall be persons particularly distinguished in providing civic service to the public at large or who have rendered exceptional service to the Corporation. An honorary member may attend any meeting, but shall not have voice or vote in the League.

E. Life members shall be any persons, otherwise qualified for associate membership, selected upon a majority vote of members present and voting at a regular meeting after recommendation of the Board of Directors, who have made an initial contribution of five hundred dollars (\$500.00) to the Corporation to perpetuate its programs.

ARTICLE VII

1. The affairs of the Corporation shall be conducted and managed by its Board of Directors.

2. The qualifications, time and place of election and term of office of each Director shall be as provided for in the Bylaws of the Corporation.

3. The Executive Director shall be the commanding officer of the Pombroke Pines Police Department or his designee. It shall be the duty of the Executive Director to appoint the Program Director. The Program Director shall be a certified Pombroke Pines police officer.

4. The Program Director shall run the day-to-day activities of the Corporation and may also function as Chairman of the Board of Directors.

5. The Executive Director and Program Director shall be the initial Directors of the Corporation. Additional Directors will be selected as set forth in the Bylaws.

6. The officers of this Corporation shall consist of a President, Vice President, Secretary, Treasurer, Program Director, and such other officers as may be provided for by the Bylaws of this Corporation, who shall be chosen, serve for such term, and have such duties as may be prescribed by such Bylaws.

7. The officers of the Corporation shall be elected annually by the Board of Directors, or shall from time to time be provided by the Bylaws of the Corporation. The President, Vice-President, Secretary, and Treasurer shall be ex-officio members of the Board of Directors.

ARTICLE VIII

The Board of Directors of this Corporation shall have the power to make and adopt a set of Bylaws not inconsistent with the terms hereof.

ARTICLE IX

The Officers, Directors, and Members of this Corporation shall not be personally liable to any extent whatsoever for any debts or obligations of this Corporation, to the extent permitted by law.

ARTICLE X

This Corporation shall indemnify any Director or Officer who by virtue of his being a Director or Officer of this Corporation, is made a party to any action or proceeding, except when such Director or Officer is adjudicated guilty of malfeasance in the discharge of his or her duties to this Corporation. Indemnification shall be for all reasonable expenses incurred as a result of such action or proceeding.

ARTICLE XI

Membership dues, other than the requisite contribution for Life Members, shall be such as may be fixed from time to time by a two-thirds (2/3) vote of the Board of Directors at any regular or special meeting.

ARTICLE XII

In the event of dissolution, the residual assets of the Corporation will be turned over to either Federal, State, or Local Government for exclusive public purposes.

ARTICLE XIII

The name and address of the incorporator is:

LEONARD G. RUBIN, ESQUIRE
Josias & Goran, P.A.
3099 East Commercial Boulevard
Suite 200
Fort Lauderdale, Florida 33308

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96 FEB 12 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNED: Leonard G. Rubin
LEONARD G. RUBIN
Incorporator

DATED: 2/8/96

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement:

1. The name of the corporation is the Police Athletic League of Pembroke Pines, Inc.

2. The name and address of the registered agent is:

Leonard G. Rubin, Esquire
3099 East Commercial Boulevard
Suite 200
Fort Lauderdale, Florida 33308

HAVING BEEN NAMED THE REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THAT CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNED: Leonard G. Rubin
LEONARD G. RUBIN
Registered Agent

DATED: 2/8/96

N 9600000819

(JOSIAS, GOREN, CHEROF, DOODY & EZROL, P.A.)

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LEONARD G. RUBIN
ROBERT W. VALE
LUSAN C. VANEGRAHIAN
MICHAEL D. CIRULLO, JR.

January 23, 1997

Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
57 JAN 27 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
0000002
-0172804-01036--002
*****87.50 *****87.50

Re: Articles of Amendment to the Articles of Incorporation
for the Police Athletic League of Pembroke Pines, Inc.

Dear Sir or Madam:

Pursuant to sections 617.1006 and 617.01201, Florida Statutes, enclosed please find for filing:

1. An original and one copy of the Articles of Amendment to the Articles of Incorporation for the Police Athletic League of Pembroke Pines, Inc.,
2. Check number 0147 made payable to the Department of State in the amount of \$87.50, reflecting the filing fee and cost of a certified copy of the document.

Please forward the certified copy of the Amendment to my office at your earliest convenience. Thank you for your assistance in this matter.

Sincerely yours,


LEONARD G. RUBIN

LGR/sas
Enclosures

cc: Sergeant Ray Raimondi (via facsimile)
760185.PP/POLICE/PAL2.LTR

AM
1/29

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
OF

THE POLICE ATHLETIC LEAGUE OF PEMBROKE PINES, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendments adopted:

A. Article III has been amended to read as follows:

ARTICLE III

The object and purpose of the Corporation is to provide a means and method for the exchange of ideas, experiences, and information regarding youth problems; their causes and treatments; and methods and procedures necessary to develop a constructive program with the goal toward solving youth problems:

1. To foster and encourage in the youth of the community a spirit of loyalty and faith in American traditions and institutions.

2. To participate actively in endeavors designed to promote and safeguard the interest and general welfare of the youth of the community.

3. To promote the spirit of benevolence, friendship, sociability, goodwill and tolerance among the youth of the community.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4. To instill in the youth of the community good health habits, good sportsmanship, and high moral and civic standards.

5. To encourage and support public participation on behalf of the physical and mental well being of the community's youth regardless of race, creed, sex, or national origin.

6. To foster a closer relationship between law enforcement officers and the youth of the community and to encourage a closer sense of cooperation between these youths and law enforcement officers and to engender to the youths of the community an understanding of law enforcement and a respect for the law.

7. Notwithstanding any other provisions of these articles, the purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law.

8. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law.

9. To perform any and all other things incident and kindred to the above purposes and not inconsistent with law as will further promote youth programs in the City of Pembroke Pines.

B: Article XII has been amended to read as follows:

ARTICLE XII

In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to either Federal, State, or Local government for exclusive public purposes.

C. Article XIV has been added to read as follows:

1. In order to promote the purposes of this Corporation, it may acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the Corporation shall require for the benefit of members and not for pecuniary profit.

2. This Corporation shall have the authority to seek all appropriate tax exemptions consistent with not-for-profit corporations under the Internal Revenue Code, all regulations of the Federal Government, and any statutes, codes or regulations of the State of Florida.

3. This Corporation shall have the power and authority to seek any type of license that may be necessary for the sufficient operation of this corporation in connection with fundraising, promotional or other activities designed to generate revenues to be used for the purposes of said Corporation.

SECOND: The date of adoption of the amendments was January 8, 1996.

THIRD: Adoption of the Amendment: There were no members or members entitled to vote on the amendment. The amendment was adopted by the Board of Directors.

THE POLICE ATHLETIC LEAGUE OF PEMBROKE
PINES, INC.

By: Ray Raimondi

Name: Fay Raimondi

Title: Treasurer

Date: 01-10-97

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