

N99000005751
ROGERS, MORRIS & ZIEGLER
ATTORNEYS AT LAW

DWIGHT L. ROGERS (1886-1954)
JOHN E. MORRIS (1886-1955)
JOHN E. MORRIS, JR. (1920-1985)
DWIGHT L. ROGERS, JR.
ROBERT E. ZIEGLER
J. PATRICK DYAL
ROMNEY C. ROGERS*
RUSSELL A. WHITE
DANA ZIEGLER HOLDING
MARK F. BOOTH
VINCENT P. ANDREANO**

*ALSO ADMITTED TO GEORGIA BAR
**ALSO ADMITTED TO CALIFORNIA BAR

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September 22, 1999

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-09/24/99-01035--006
*****78.50 *****78.50

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Incorporation of Special Operations Training Institute, Inc.

Gentlemen:

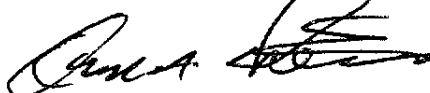
Please find enclosed for filing an original and one copy of the Articles of Incorporation of Special Operations Training Institute, Inc. Also enclosed is a check payable to Florida Secretary of State in the amount of \$78.50 which includes your fee for a certified copy of the Articles.

Please return the certified copy of the Articles to the undersigned when filed.

Thank you for your prompt attention to this matter.

Very truly yours,

ROGERS, MORRIS & ZIEGLER



Russell A. White

RAW:mt
Enclosures

FILED
SEP 24 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-28-99
6

ARTICLES OF INCORPORATION
OF
SPECIAL OPERATIONS TRAINING INSTITUTE, INC.
(Non-Profit Corporation)

FILED
99 SEP 24 AM 8:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

Name and Location

The name of this Corporation shall be **SPECIAL OPERATIONS TRAINING INSTITUTE, INC.**, a non-profit organization, and the principal office address of the Corporation is 2341 S. W. 46 Avenue, Plantation, Florida 33317.

ARTICLE II

Purposes

This Corporation is being organized to provide low cost tactical training to law enforcement officers. The purposes for which the Corporation is organized are exclusively educational within the meaning of Section 501(c)(3) of the Internal Revenue Code as now in effect or as it may be amended.

ARTICLE III

Powers

The Corporation shall have the powers of non-profit corporations authorized by Florida Statutes, and is organized pursuant to the provisions of the Florida Not for Profit Corporation Act.

ARTICLE IV

Name and Residence of Incorporator

<u>Name</u>	<u>Residence Address</u>
Aaron L. Vandenhouten	2341 S. W. 46 Avenue Plantation, Florida 33317

ARTICLE V

Term of Existence

This Corporation shall have perpetual existence.

ARTICLE VI

Management and Time of Election

The affairs and property of this corporation shall be managed and governed by a Board of Directors composed of three members.

Directors shall be elected by the Voting Members in accordance with the By-Laws at the regular annual meeting of the membership of the Corporation to be held at 9:00 a.m. on the 1st day of November of each year. Directors shall be elected to serve for a term of one year.

All officers shall be elected by the Board of Directors in accordance with the By-Laws at the regular annual meeting of the Board of Directors on the 1st day of November of each year, to be held immediately following the annual meeting of the membership. The Board of Directors shall elect from among the members a President, Vice President, Secretary, Treasurer and such other officers as it shall deem desirable.

ARTICLE VII

Initial Officers

The names of the officers who shall serve until the first election are as follows:

<u>Office</u>	<u>Name</u>
President, Secretary and Treasurer	Aaron L. Vandenhouten

ARTICLE VIII

Initial Directors

The following persons shall constitute the first Board of Directors:

<u>Name</u>	<u>Address</u>
Aaron L. Vandenhouten	2341 S. W. 46 Avenue Plantation, Florida 33317
Joel Vandenhouten	1207 Cedar Oaks Drive Cedar Park, Texas 78613
Joseph Lebert Vandenhouten	2341 S. W. 46 Avenue Plantation, Florida 33317

ARTICLE IX

By-Laws

By-Laws for the Corporation shall be initially adopted by the first Board of Directors of the Corporation. During the first year of existence of the Corporation, the Board of Directors shall have the power and authority to alter and amend the By-Laws by a majority vote of such Board; thereafter, the By-Laws of this Corporation may be made, altered, amended or rescinded as set out in said By-Laws.

ARTICLE X

Amendment to Articles of Incorporation

These Articles of Incorporation may only be amended by a majority vote of the members of the first Board of Directors of the Corporation, for the first year of existence of the Corporation; thereafter, any majority of the members of the Corporation may propose amendments to the Articles of Incorporation; provided, however, that an affirmative vote of a majority of the qualified Voting Members of the Corporation shall be necessary to adopt such proposed amendments.

ARTICLE XI

The Corporation may pay compensation in a reasonable amount to its members, directors and officers for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distributions to its members as permitted by the Court having jurisdiction thereof; and no such payment, benefit or distribution shall be deemed to be a dividend or a distribution of income.

WITNESS the hand and seal of the incorporator in the County of Broward, State of Florida this 22 day of September, 1999.



Aaron L. Vandenhouten

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

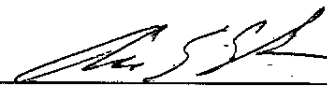
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That **SPECIAL OPERATIONS TRAINING INSTITUTE, INC.**, a non-profit corporation desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, located at 2341 S. W. 46 Avenue, Plantation, Florida 33317, has named AARON L. VANDENHOUTEN, located at 2341 S. W. 46 Avenue, Plantation, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

The undersigned, having been named to accept service of process for the above named Corporation at the place designated in this certificate, hereby accepts to act in this capacity and hereby agrees to comply with the provisions of said Act relative to keeping said office open.

DATED this 22 day of September, 1999.



Aaron L. Vandenhouten
Registered Agent

FILED
99 SEP 24 AM 8:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA