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DANIEL O. WHITE
ATTORNEY AT LAW

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August 23, 1998

Office of Secretary of State
Division of Corporations
Post Office Box 0327
Tallahassee, Florida 32314

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****122.50 ****122.50

RE: Florida Highway Patrol Command
Officers Association, Inc.
Our File Number: 98-3086

Dear Clerk:

Enclosed, with regard to the above styled corporation, are the following items, to wit:

1. The original and one copy of the Articles of Incorporation for the above named;
2. A check for \$122.50 for the filing fee incurred; and
3. A return, postage-paid envelope.

Please process this at your earliest opportunity and return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to call.

Sincerely,

DANIEL O. WHITE

Melissa Tousignant

Melissa Tousignant
Legal Assistant for Daniel O. White

DOW/mit

Enc: Original and one copy of Articles of Incorporation;
Check.

CC: Captain Kevin Guiry

FILED
AUG 23 PM 12:11
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FLORIDA HIGHWAY PATROL COMMAND OFFICERS ASSOCIATION, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name and address of the Corporation is: **FLORIDA HIGHWAY PATROL COMMAND OFFICERS ASSOCIATION, INC., 5840 North Orange Blossom Trail, #260, Orlando, Florida 32810.**

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

- a. to engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purpose in any way;
- b. to conduct activities for the benefit and welfare of the Members of the Florida Highway Patrol Command Officers Association, Inc.; and
- c. to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock. Such shares shall be of a single class and shall have a par value of One Dollar and No Cents (\$1.00) per share.

Article 5. Initial Registered Office and Agent. The street address of the initial registered office of the Corporation is 1200 South Pine Island Road, Plantation, Florida 33324 and the name of its initial Registered Agent at that address is CT Corporation System.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is One (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of each initial Director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Captain Kevin Guidry	5840 North Orange Blossom Trail, #260 Orlando, Florida 32810

Article 7. Incorporators. The name and address of each Incorporator is as follows: Captain Kevin Guidry, 5840 North Orange Blossom Trail, #260, Orlando, Florida 32810.

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 10. Stock Transfer Restrictions. Shares of capital stock of the Corporation held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

Article 11. Bylaws. The power to adopt, alter, amend, and repeal the Bylaws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned has signed these Articles Of Incorporation on this the 7th day of AUGUST, 1996.

Kevin Guidry
CAPTAIN KEVIN GUIDRY, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was sworn to and subscribed before me, the undersigned Notary Public, on this the 7th day of August, 1996, by CAPTAIN KEVIN GUIDRY, who personally appeared before me and who presented his Florida Driver's License Number: "Personally Known" as identification and who acknowledged before me that he executed the foregoing freely and voluntarily for the purposes expressed herein and () did (X) did not take an oath.

Michelle J. Harris
Michelle J. Harris (name of notary)
NOTARY PUBLIC, State of Florida At Large
My Commission Expires: June 19, 1999
My Commission Number: CC 473874

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 007.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the corporation is: Florida Highway Patrol Command Officers Association, Inc.
2. The name and address of the registered agent and office is: CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

Having been named as 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 this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, as I am familiar with and accept the obligations of my position as registered agent.

CT CORPORATION SYSTEM

BY:

(SIGNATURE)

TANYA M. VILLAR
SPECIAL ASSISTANT SECRETARY

(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314