

**AMENDMENT AND STATEMENT OF ARTICLES OF INCORPORATION
OF
SUN CITY CENTER SECURITY PATROL, INC.**

Sun City Center Security Patrol, Inc., a not-for-profit corporation organized and existing under the laws of the State of Florida, under its corporate seal and the hands of its President and Secretary, hereby certifies that at a meeting duly and regularly held on December 9, 1997, the Board of Directors of said corporation (members not being entitled to vote on amendments to the Articles of Incorporation) unanimously voted to adopt revised Articles of Incorporation of said corporation by amending and restating the present Articles of Incorporation by substituting therefor the following, to wit:

ARTICLE I

NAME AND ADDRESS

The name of this corporation shall be: **Sun City Center Security Patrol, Inc.**

The address of this corporation shall be **1005 North Pebble Beach Boulevard, Sun City Center, Florida 33573**, or such other address within the State of Florida as the Board of Directors may from time to time designate.

ARTICLE II

PURPOSES

(a) The general nature, objects, and purposes for which this corporation is exclusively organized and operated are charitable, scientific and educational. This corporation is to serve the residents of the retirement community known as Sun City Center by providing volunteer security patrol services in order to contribute to crime prevention and promote the welfare of the community.

The corporation shall foster a close working relationship with the Hillsborough County Sheriff's office in order to supplement the efforts of the Sheriff's office and lessen the burden of county government in crime prevention. By so doing, the organization will assist the government in carrying out its functions, lessen neighborhood tensions and combat community deterioration.

This corporation shall receive and maintain funds of real and/or personal property, and, subject to the restrictions and limitations hereinabove and hereinafter, set forth, shall use the whole or any part of the income therefore and the principal thereof exclusively for its charitable, scientific and educational purposes.

(b) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any member, director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations issued thereunder.

(d) In the event of dissolution or final liquidation of the corporation, the residual assets of the organization will be distributed 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 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, state, or local government for exclusive public purpose.

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ARTICLE III

POWERS

(a) This corporation shall have and exercise all powers provided by the laws of the State of Florida pertaining to corporations not for profit including, but not limited to, Chapter 617 Florida Statutes and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, necessary or convenient to effect any and all of the charitable, scientific and educational purposes for which the corporation is organized.

(b) This corporation shall not engage in any prohibited transaction as defined in Section 503(b) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE IV

MEMBERS

The members of this corporation shall consist of those persons who may from time to time be admitted to membership in accordance with the provisions of the bylaws of the corporation.

ARTICLE V

TERM OF EXISTENCE

The term for which this corporation is to exist shall be perpetual.

ARTICLE VI

OFFICERS AND DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors who shall be elected annually by majority vote of the members of the corporation, as provided in the bylaws and by officers who shall be elected annually by majority vote of the Board of Directors and who shall be members of the corporation. The officers thus to be elected shall be president, a vice-president, a secretary and a treasurer and such other officers as may be provided for in the bylaws of the corporation. The duties of the respective officers and the manner of filling vacancies in the offices of the corporations shall be provided in the bylaws.

The number of directors and the manner of filling vacancies in the Board of Directors shall be provided in the bylaws of the corporation. The number shall not be less than three (3), but may be any number in excess thereof. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Meetings of the directors may be held within or without the State of Florida.

ARTICLE VII

BYLAWS

The bylaws of this corporation may be made, altered or rescinded from time to time in whole or in part by a majority vote of the members of this corporation present at any meeting of the members duly called and convened; provided, however, notice of the proposed action with respect to the bylaws has been mailed by the secretary of this corporation to all of the members at least three (3) days before the meeting.

ARTICLE VIII

AMENDMENT OF ARTICLES OF INCORPORATION

These Articles may be amended by resolution adopted by the unanimous vote of the directors at any meeting duly called and convened; provided, however that notice of the proposed action with respect to the Articles of Incorporation shall have been waived by a majority of the directors of the corporation or ten (10) days' advance notice of the amendment or amendments, to be considered at such meeting, shall have been given in writing personally or by mail to each director of the corporation prior to such meeting. All actions, including but not limited to, Amendment of Articles of Incorporation, required to be taken at any meeting may be taken by written consents as provided in Florida Statutes, as now amended, or as same may be amended in the future

IN WITNESS WHEREOF, we have hereunto set our hands and the seal of the corporation as the duly authorized act of the said corporation this 3 day of FEBRUARY, 1998

SUN CITY CENTER SECURITY PATROL, INC.

By: David Meixner

David Meixner, President

ATTEST:

Virginia Bope

Virginia Bope, Secretary

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 3rd day of February, 1998, by David Meixner, President and Virginia Bope, Secretary of the Sun City Center Security Patrol, Inc., a Florida Corporation, on behalf of the Corporation.

Carol R. Donner
Notary Public.



CAROL R. DONNER
My Commission CC584697
Expires Jun. 20, 2000