

~~THE~~ CORPORATION COMMISSION
FILED

DEC 29 2008

FILE NO. 13348890

ARTICLES OF INCORPORATION

OF

THE MARICOPA COUNTY SHERIFF'S COLD CASE POSSE, INC.

(ARIZONA NON-PROFIT CORPORATION)

The Maricopa County Sheriff's Cold Case Posse, an association of a number of citizens of the County of Maricopa, Arizona, have associated together for the purposes hereinafter set forth with the rules and regulations of said association and elected directors, as required by law and being desirous of incorporating themselves, do hereby adopt the following Articles of Incorporation as follows, to wit:

ARTICLE I

The name of the corporation shall be THE MARICOPA COUNTY SHERIFF'S COLD CASE POSSE.

ARTICLE II

The purpose for which this corporation is organized is for the transaction of any and all lawful business for which a non-profit corporation may be incorporated under the laws of the State of Arizona as they may be amended from time to time.

ARTICLE III

The character of affairs of the corporation will be to maintain peace and good order; to uphold the law in Maricopa County; defend the Constitution of the United States of America and the State of Arizona; to be a loyal member of the Sheriff's Posse; to work together as a team in an efficient productive manner; to work within an agreed upon investigation plan that will allow whoever looks at our work to know what the status of the investigation is at anytime; that every member of the Posse work their respective cases in the same manner as all other posse members are working their cases.

ARTICLE IV

No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2. 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 publishing or distribution of statements,) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or: (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

ARTICLE V

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all its assets exclusively for the purposes of the corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations Under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

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ARTICLE VI

The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the bylaws.

ARTICLE VII

Board of Directors. The initial Board of Directors shall consist of six (6) directors. The names and addresses of the persons who are to serve as the directors until the first annual meeting of the members, if a member corporation, or Board of Directors, if the corporation has no members, or until their successors are elected and qualify are:

Michael Zullo
6715 E. Peakview Road
Cave Creek, AZ 85331

Mike Kowalski
42823 Livingston
Anthem, AZ 85086

Debi Smith
487 W. Scott Avenue
Gilbert, AZ 85233

Doug Clark
6089 W. Pinchot Avenue
Phoenix, AZ 85033

David Paul
19772 N. Los Altos Way
Surprise, AZ 85374

Jim Holmick
4833 E. Fernwood Court
Cave Creek, AZ 85331

The number of persons to serve on the Board of Directors hereafter shall be fixed by the bylaws.

ARTICLE VIII

Known Place of Business. (In Arizona) The street address of the known place of business of the corporation is: 6009 W. Pinchot Street, Phoenix, Arizona 85033.

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ARTICLE IX

Statutory Agent. (In Arizona) The name and address of the statutory agent of the corporation is: Doug Clark, 6009 W. Pinchot Avenue, Phoenix, Arizona 85033.

ARTICLE X

Incorporators. The names and address of the incorporator is: Leo Peres, 8215 E. Del Caverna Drive, Scottsdale, Arizona 85258

All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.

ARTICLE XI

Members. The corporation will have members.

Executed this 29th day of December, 2006 by all of the incorporators.

Signed: Leo Peres

LEO PERES

Phone: 480-483-3938

Fax: 480-483-3938

Acceptance of appointment By Statutory Agent

The undersigned hereby acknowledges and accepts the appointment as statutory agent the above-named corporation effective this 29th day of December, 2006.

Signed: Doug Clark

DOUG CLARK

ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

Phoenix Address: 1900 West Washington
Phoenix, Arizona 85007-2929

Tucson Address: 400 West Congress
Tucson, Arizona 85701-1347

NONPROFIT
CERTIFICATE OF DISCLOSURE
A.R.S. Section 10-3202.D.

MARICOPA COUNTY SUPERIOR COURT CASE #0009,
1/20

EXACT CORPORATE NAME

- A. Has any person serving either by election or appointment as officer, director, trustee, or incorporator in the corporation:
- Been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 - Been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or misbrand of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 - Been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate wherein such injunction, judgment, decree or permanent order:
 - Involved the violation of federal or registration provisions of the securities laws of that jurisdiction?; or
 - Involved the violation of the consumer fraud laws of that jurisdiction?; or
 - Involved the violation of the antitrust or restraint of trade laws of that jurisdiction?

Yes ☐ No ☒

B. IF YES, the following information MUST be attached:

- Full name and prior name(s) used.
- Full birth name.
- Present home address.
 - Prior addresses (for immediate preceding 7-year period).
- Date and location of birth.
- Social Security number.
- The nature and description of each conviction or judicial action, date and location, the court and public agency involved and the case number of case.

- C. Has any person serving either by election or appointment as an officer, director, trustee or incorporator of the corporation, served in any such capacity or held such interest in any other corporation which has been placed in bankruptcy or receivership or had its charter revoked, or administratively dissolved by any jurisdiction?

Yes ☐ No ☒

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

- Name and address of the corporation.
- Full name, including alias and address of each person involved.
- Date of corporate operation.
- A description of the bankruptcy, receivership or charter revocation, including the date, court and agency and the file or cause number of the case.
- State(s) in which the corporation:
 - Was incorporated.
 - Has transacted business.

D. The fiscal year end adopted by the corporation is CALENDER.

Under penalty of law, the undersigned incorporator(s) declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete, and hereby declare as indicated above. THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

BY Leo Perez DATE 12/29/06 BY _____ DATE _____
TITLE INCORPORATOR TITLE SECRETARY

BY _____ DATE _____ BY _____ DATE _____
TITLE _____ TITLE _____

DOMESTIC CORPORATIONS: ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. (If more than five incorporators, please attach remaining signatures on a separate sheet of paper.)

If within sixty days, any person becomes an officer, director, or trustee and the person was not included in this disclosure, the corporation must file an AMENDED certificate signed by all incorporators, or if officers have been elected, by a duly authorized officer.

FOREIGN CORPORATIONS: MUST BE SIGNED BY AT LEAST ONE DULY AUTHORIZED OFFICER OF THE CORPORATION.