

ARTICLES OF INCORPORATION OF
Paradise Valley Public Safety Foundation, Inc.

ARTICLE I: NAME

The name of this corporation is Paradise Valley Public Safety Foundation, Inc. (hereinafter referred to as the “Foundation” or “Corporation”).

ARTICLE II: NONPROFIT CORPORATION

The Foundation is a nonprofit corporation organized pursuant to Chapter 24 of Title 10 of the Arizona Revised Statutes.

ARTICLE III: DURATION

The duration of the Foundation shall be perpetual.

ARTICLE IV: NO MEMBERS

The Foundation shall have no members.

ARTICLE V: PURPOSE

The purpose of the Foundation is exclusively for charitable purposes. Except as expressly limited in these Articles of Incorporation, the purpose for which the Foundation is organized is to conduct any and all lawful affairs of which corporations may be incorporated, provided that the purpose or conduct shall qualify the Foundation as an exempt organization under Section 501(C)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding provision of any future United States Internal Revenue Laws (the “Code”).

ARTICLE VI: MISSION

The Paradise Valley Public Safety Foundation is an independent 501(c)(3) charitable organization which supports the public safety needs in the Town of Paradise Valley. This support of Paradise Valley Police Department and Paradise Valley public safety needs includes providing funding and financial support for materials, facilities, equipment and technologies, providing financial assistance in crisis situations, and recognizing those who protect our communities, as well as supporting community programs. In a Town where high quality public services and limited government are valued, the Foundation is proud to provide supplemental financial support to the Paradise Valley Police Department to help sustain its mission of making the Town of Paradise Valley one of the most exceptional, and safest, communities in which to live, work, and visit. All funds, property, goods, or any other items of value, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to this purpose.

ARTICLE VII: BOARD OF DIRECTORS

The number of persons constituting the initial Board of Directors of the Foundation is three (3) and the number of persons to serve on the Board of Directors thereafter shall be fixed by the Bylaws. The names of the three persons who are to serve as directors until their successors are elected and qualified are:

Michael Cummiskey

Kathye Brown

Ryan Woody

ARTICLE VIII: INITIAL OFFICERS

The initial officers shall be the following persons who shall have the offices as set forth opposite their names until their successors are appointed by the Board of Directors:

Michael Cummiskey, President

Kathye Brown, Treasurer

Ryan Woody, Secretary

ARTICLE IX: REGISTERED STATUTORY AGENT

The statutory agent's name and address is:

Julie A. Pace
The Cavanagh Law Firm
1850 N. Central Avenue #2400
Phoenix, Arizona 85004
602.322.4046

ARTICLE X: PRINCIPAL OFFICE AND MAILING ADDRESS

The Foundation's Known Place of Business and mailing address and corporate records are maintained at:

Paradise Valley Public Safety Foundation, Inc.
5401 E Sapphire Lane
Paradise Valley, AZ 85253

ARTICLE XI: LIMITATIONS AND PROHIBITIONS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the Foundation shall inure to the benefit of any member of, or be distributable to its members, officers, or directors, not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the Foundation, nor to any other private persons, excepting solely such reasonable compensation that the Foundation shall pay for services actually rendered to the Foundation, or allowed by the Foundation as a reasonable allowance for authorized expenditures incurred on behalf of the Foundation;
2. No substantial part of the activities of the Foundation shall be for the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Foundation shall not

participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office;

3. Notwithstanding any other provision of these articles, the Foundation shall not carry on any other activities not permitted to be carried on by a Foundation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended;

4. Notwithstanding any other provision of these articles, the Foundation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Foundation; and

5. The Foundation shall not lend any of its assets to any officer or director of the Foundation, or guarantee to any person the payment of a loan by an officer or director of the Foundation.

6. The Foundation shall not engage in any act of self-dealing.

ARTICLE XII: DIRECTORS/MEMBERS

The Foundation shall have no voting members. The management and affairs of the Foundation shall be at all times under the direction of a Board of Directors, whose operations in governing the Foundation shall be defined by statute and by the Foundation's by-laws. No Director shall have any right, title, or interest in or to any property of the Foundation.

ARTICLE XIII: DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of the Foundation shall be personally liable for the debts or obligations of this Foundation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of the Foundation.

ARTICLE XIV: INDEMNIFICATION

The Foundation does indemnify any directors, officers, employees, incorporators, and members of the Foundation from any liability regarding the Foundation and the affairs of the Foundation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the Foundation, or as otherwise provided under applicable statutes.

ARTICLE XV: DISSOLUTION

Upon the time of dissolution of the Foundation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Foundation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the Federal Government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Foundation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XVI: INCORPORATOR

The name and address of the incorporator is:

Michael Cummiskey
5401 E. Sapphire Lane
Paradise Valley, AZ 85253

The undersigned incorporator certifies both that he executes these Articles for the purposes herein stated, and that by such execution, he affirms the understanding that should any of the information in these Articles be intentionally or knowingly misstated, he is subject to the criminal penalties for perjury set forth in ARS § 10-3202 as if this document had been executed under oath.

Michael Cumiskey
Incorporator
Paradise Valley Public Safety Foundation, Inc.

Date