

JONES  
FOSTER  
JOHNSTON  
& STUBBS, P.A.  
Attorneys and Counselors

No 2000004178

Flagler Center Tower, Suite 1100  
505 South Flagler Drive  
West Palm Beach, Florida 33401  
Telephone (561) 659-3000

Mailing Address  
Post Office Box 3475  
West Palm Beach, Florida 33402-3475  
Facsimile (561) 832-1454

Patrick M. Whitehead, Esquire  
Direct Dial: 561-650-0404  
Direct Fax: 561-650-0485  
E-Mail: pwhitehead@jones-foster.com

May 29, 2002

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
409 East Gaines Street  
Tallahassee, FL 32301

700005662357--5  
-05/31/02--01028--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: NATIONAL SENIOR WOMEN'S TENNIS FOUNDATION, INC.

Gentlemen:

Enclosed are the original and a copy of the Articles of Incorporation of the captioned proposed corporation. Please file the original and return the copy certified.

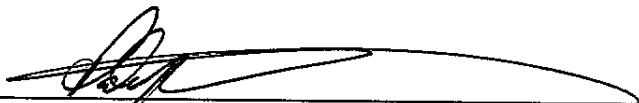
A check in the amount of \$78.75 is enclosed to cover the \$35.00 filing fee, the \$35.00 Registered Agent fee, and the \$8.75 fee for the certified copy.

Please note that Article X of the Articles of Incorporation provides that this corporation shall commence its corporate existence upon the date of execution of the Articles.

Sincerely yours,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By

  
Patrick M. Whitehead

PMW:sls

Enclosures

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FILED  
02 MAY 31 AM 8:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**

**OF**

**NATIONAL SENIOR WOMEN'S TENNIS FOUNDATION, INC.**

**A Florida Corporation Not for Profit**

**FILED**

**02 MAY 31 AM 8:53**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

I, the undersigned, desiring to form a charitable corporation under and by virtue of the provisions of Chapter 617 of the Florida Statutes, hereby make, subscribe, and file these Articles for that purpose, as follows:

**ARTICLE I**

Name

The name of this corporation shall be NATIONAL SENIOR WOMEN'S TENNIS FOUNDATION, INC.

**ARTICLE II**

Initial Registered Office and Agent,

Principal Office and Mailing Address

The location of the initial principal office and mailing address of this corporation shall be 100 Evans Lane, #305D, Manalapan, Florida 33462. The initial registered office of this corporation shall be located at 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401, and the name of the initial Registered Agent of this corporation at said address shall be Margaret L. Cooper.

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## **ARTICLE III**

### Purposes and Powers

The corporation shall not provide for pecuniary gain or profit to its members. The principal purpose for which it is formed is to receive and administer funds for the purpose of the promotion of health and education of senior and veteran women through tennis and sports, and for the promotion and sponsorship of venues, events and programs to encourage participation of senior and veteran women in life long sports and physical activities, and other purposes related to the foregoing, including the possibility of making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended, (the "Code).

The corporation shall have the power to acquire by gift, devise, bequest, purchase, lease or otherwise, and to hold, own, occupy, use, manage, improve, develop, maintain, lease, sell, mortgage, transfer, invest in or reinvest in, or otherwise deal with any real or personal property (tangible or intangible) of whatever kind and description and wherever situated, or with any estate or interest, legal or equitable, in the property, to borrow money and to make, accept, endorse, execute and issue promissory notes and other obligations in payment for property acquired or money borrowed; and to do all such other acts as are necessary or convenient to carry out the purposes set forth in these Articles.

Final control of and responsibility for the receipt, management and distribution of all funds by the corporation shall rest with the Board of Trustees who shall, among other

duties, insure that the corporation shall not be subject to tax under Section 4942 of the Code, if applicable.

No substantial part of the activities of the corporation shall be attempting to influence legislation by propaganda or otherwise.

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 Code; or

B. by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code; or

C. by a corporation formed pursuant to Chapter 617, Florida Statutes, with particular reference to Florida Statutes 617.0105 dealing with the prohibited activities of private foundations, if applicable.

#### **ARTICLE IV**

##### **Limitations on the Disposition of Corporate Assets and Net Earnings**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, Trustees, 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 III, supra.

**ARTICLE V**

Dissolution

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations that qualify as an exempt organization or organizations under Section 501(c) (3) of the Code as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Palm Beach County, Florida, exclusively to such organization or organizations that qualify as an exempt organization or organizations under Section 501(c)(3) of the Code.

**ARTICLE VI**

Members

This corporation shall have no members.

**ARTICLE VII**

Term of Existence

This corporation shall have perpetual existence.

**ARTICLE VIII**

Names and Addresses of the Incorporators

The name and address of the Incorporator is:

Margaret L. Cooper  
505 South Flagler Drive, Suite 1100  
West Palm Beach, Florida 33401

## ARTICLE IX

### Officers and Times of Their Election

The Board of Trustees shall choose annually, to manage the affairs of the corporation, subject to the control of the Board of Trustees, the following officers: a President, one or more Vice Presidents, a Secretary, a Treasurer, or a Secretary/Treasurer, and such other officers as the Board of Trustees may deem advisable or necessary. The President must also be a Trustee. Each of such officers shall hold office until the next annual election or until his or her successor is chosen and qualified. The names and addresses of the officers who are to serve until the first election are as follows:

Mary Wilson	President
Margaret L. Cooper	Vice-President, Treasurer
Pat Greer	Secretary

## ARTICLE X

### Board of Trustees

The number of Trustees of the corporation shall not be less than three (3) nor more than fifteen (15). The names and residences of the persons who are to be the initial Trustees of the corporation until their successors are nominated and appointed as provided in the By-Laws are:

Mary Wilson 200 Evans Lane, #305D Manalapan, FL 33462	Margaret L. Cooper 505 South Flagler Drive, Suite 1100 West Palm Beach, FL 33401
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Pat Greer  
2121 S. Flagler Drive  
West Palm Beach, FL 33401

## ARTICLE XI

### By-Laws

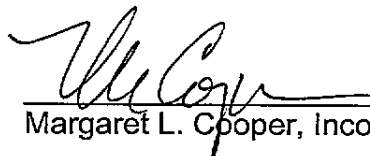
The first By-Laws shall be made by the Incorporators. All alterations or revisions of the By-Laws shall be made by the Trustees at any regular or special meeting duly called and held for that purpose in accordance with the By-Laws.

## ARTICLE XII

### Amendments to Articles of Incorporation

The Articles of Incorporation may be amended from time to time by resolution of the Trustees at any regular meeting or at any special meeting duly called for that purpose. The resolution shall be certified to be correct by the President and Secretary and filed in the Office of the Secretary of State, State of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator ha executed these Articles of Incorporation this \_\_\_\_\_ day of April, 2002.



\_\_\_\_\_  
Margaret L. Cooper, Incorporator

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That NATIONAL SENIOR WOMEN'S TENNIS FOUNDATION, INC., desiring to organize under the laws of the State of Florida as a corporation not for profit, with its Registered Office as indicated in the Articles of Incorporation at 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401, has named Margaret L. Cooper, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
MARGARET L. COOPER

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02 MAY 31 AM 8:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA