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FILED

02 DEC -2 AM 11: 3

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Admitted NY & FL

NO 20000009185
November 27, 2002

Florida Department of State
Division Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attention: Roseanne Varnadore

Re: Senior's S.O.S. Clubs International, Inc.

Dear Ms. Varnadore:

Please be kindly advised that I have been substituted for the applicant herein, who was formerly represented by Gary J. Hausler, Esq.

For identification purposes, I enclose herewith a copy of your letter of September 19, 2002 and with reference to the same, I enclose herewith a corrected Articles of Incorporation for Senior's S.O.S. Clubs International, Inc.

The fee in the amount of \$78.75 was previously paid by Mr. Hausler's office and I would appreciate it if you would kindly file the enclosed Articles of Incorporation using the fees previously paid and return an acknowledgement of the filing directly to the undersigned.

Should you have any questions, please do not hesitate to call. Thank you for your time and attention herein.

Very truly yours,


Stephen R. Ostrow

SRO:ss

Enclosure

cc: Theodore Klug (with enclosure)

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*****78.75 *****78.75

12-2-02



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 19, 2002

GARY J. HAUSLER, ESQ
950 N COLLIER BLVD, STE 301
THE SUNTRUST BLDG.
MARCO ISLAND, FL 34145

Fictitious Name Registration

SUBJECT: SENIOR'S ARK CLUBS, SAVING OTHER SPECIES (S.O.S.)
INTERNATIONAL, INC.
Ref. Number: W02000027287

We have received your document for SENIOR'S ARK CLUBS, SAVING OTHER SPECIES (S.O.S.) INTERNATIONAL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors. *BE of dir should be three*

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6930.

Donna Graves
Document Specialist
New Filing Section

Letter Number: 502A00053417

Rosanne Varnadore, The Boss of Donna

Seniors' S.O.S. Clubs International, Inc.

ARTICLES OF INCORPORATION
SENIOR'S S.O.S. CLUBS INTERNATIONAL, INC.
A FLORIDA NON-PROFIT CORPORATION

FILED
02 DEC -2 AM 11: 39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of this corporation is: SENIOR'S S.O.S. CLUBS INTERNATIONAL, INC.

ARTICLE TWO

This is a non-profit corporation organized solely for the general charitable purposes pursuant to the Florida Corporations Not For Profit law set forth in Chapter 617 of the Florida Statutes.

ARTICLE THREE

- (a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of animal rights, care, and public education and for other charitable purposes, by the distribution of its funds for such purposes.
- (b) The general purposes for which this corporation is formed are to operate exclusively for such humane, charitable, and educational purposes as will qualify it as an exempt organization under § 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purpose, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.
- (c) This Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE FOUR

This Corporation shall have a perpetual existence.

ARTICLE FIVE

The Corporation shall have a membership distinct from the Board of Directors. There shall be only one class of membership. Any person paying the dues as from time to time may be levied by the Board of Directors and agreeing to be bound by these Articles of Incorporation and the By-Laws of the Corporation and by such rules and regulations as the Board of Directors may from time to time adopt, is eligible for membership in this Corporation. Application for membership is to be made to the Board of Directors. Unanimous approval of the Board of Directors is required for admission to membership. Members of this Corporation shall not be personally liable for the debts, liabilities, or obligations of the Corporation, and shall not be subject to any assessments.

ARTICLE SIX

The names and residence addresses of the subscribers of this Corporation are as follows:

	<u>NAME</u>	<u>ADDRESS</u>
1.	Theodore F. King	859 Robin Court P.O. Box 303 Marco Island, FL 34146

ARTICLE SEVEN

- (a) The Street Address, Town/City, County in the State of Florida where the principal office for the transaction of business of this Corporation is to be located at 859 Robin Court, Marco Island, County of Collier, Florida 34145, and its mailing address is the same.
- (b) The name and address of this Corporation's Registered Agent is:

Theodore F. Klug

859 Robin Court
P.O. Box 303
Marco Island, FL 34146

ARTICLE EIGHT

- (a) Board of Directors. The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation shall be three (3). Directors shall serve for a term of one year, and be elected at the annual Board of Trustees meeting for that purpose on September 1 of each year. Only the Trustees shall have a vote at this meeting. Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Board of Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of Directors without a meeting and that the Articles of Incorporation and Bylaws of this Corporation authorizes the Directors to so act. Such a statement shall be prima facie evidence of such authority. The initial Board of Directors shall be elected at the first meeting of the shareholders.
- (b) Corporate Officers. The Board of Directors shall elect the following officers, President, Vice President, Treasurer and Secretary. Initially, such officers shall

be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Theodore F. Klug	President- Secretary	859 Robin Court P.O. Box 303 Marco Island, FL 34146

ARTICLE NINE

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporation Not For Profit law of Florida, concerning corporate action that must be authorized or approved by the member of the Corporation, the Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefore in the Bylaws.

ARTICLE TEN

The property of this Corporation is irrevocably dedicated to charitable, and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any Director, Officer or member thereof, or to the benefit of any private individual.

ARTICLE ELEVEN

Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to a nonprofit fund, foundation, or Corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under § 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent tax laws.

ARTICLE TWELVE

Amendments to the Articles of Incorporation may be adopted by the Board of Directors.

I, the undersigned, being the Incorporator of this Corporation, and including all the persons herein named as the subscribers of this Corporation, for the purpose of forming this Nonprofit Corporation under the laws of Florida have executed these Articles of Incorporation on the 22nd day of November 2002.

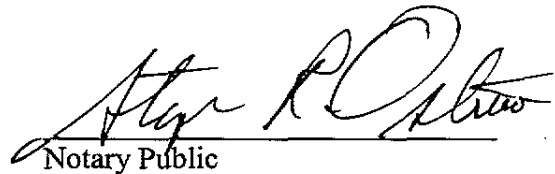

THEODORE F. KLUG

STATE OF FLORIDA
COUNTY OF COLLIER

On the 22nd day of November 2002, personally appeared THEODORE F. KLUG, known to me to be the individual described in and who executed the foregoing instrument and acknowledged before me that he executed the same.



Stephen R Ostrow
My Commission DD089649
Expires January 01 2006


Notary Public

My commission expires:

ACCEPTANCE AND ACKNOWLEDGEMENT BY RESIDENT AGENT

Theodore F. Klug, having been named Resident Agent in the Articles of Incorporation hereby accepts said appointment and consents to act in this capacity and agrees to comply with the provision of the Florida General Corporation Act.


THEODORE F. KLUG