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*Margaret Cooper gave
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SECRETARY OF STATE
TALLAHASSEE, FL

03 DEC 17 AM 11:50

FILED

*Amend
rest of
12/17/03*

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

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December 15, 2003

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

Re: The Senior Women's Tennis Association, Inc.
Document Number 739743


Gentlemen:

Enclosed are the original and a copy of the Amended and Restated Articles of Incorporation of the captioned corporation changing its name to National Senior Women's Tennis Association, Inc. Please file the original and return the copy certified.

A check in the amount of \$43.75 is enclosed to cover the \$35.00 filing fee and the \$8.75 fee for the certified copy.

Sincerely yours,

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

By 
Margaret L. Cooper

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Enclosures

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF**

THE SENIOR WOMEN'S TENNIS ASSOCIATION, INC.

FILED
03 DEC 17 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: WHEREAS, The Senior Women's Tennis Association, Inc., a Florida corporation not-for-profit, filed its Articles of Incorporation with the Secretary of State of the State of Florida on July 27, 1977, Document Number 739743.

WHEREAS, pursuant to the provisions of *Florida Statutes*, Section 617.1007, The Senior Women's Tennis Association, Inc., a Florida corporation not-for-profit, desires to amend and restate said Articles of Incorporation by adopting the following Amended and Restated Articles of Incorporation, thereby changing its name to "National Senior Women's Tennis Association, Inc." and adopting certain other amendments, all as hereinafter set forth:

We, the undersigned, constituting the President and all of the members of the Board of Directors of National Senior Women's Tennis Association, Inc., formerly known as The Senior Women's Tennis Association, Inc., hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, *Florida Statutes*, Chapter 617, applicable to not-for-profit corporations.

ARTICLE I

The name of the corporation shall be "National Senior Women's Tennis Association, Inc." Hereinafter, it shall also sometimes be referred to as the "Corporation", the "NSWTA" or the "Association." The principal office of this Corporation shall be located at 515 North Shore Road, Lake Oswego, Oregon 97034. The mailing address of this Corporation shall be P.O. Box 142, Lake Oswego, Oregon 97034.

ARTICLE II

The general purpose of this Corporation shall be to raise the standards of senior tennis among women and to increase interest and awareness of the sport of tennis.

The NSWTA shall be a not-for-profit corporation, no part of whose earnings shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the NSWTA 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 this Article II.

ARTICLE III

Qualification of members and their manner of admission shall be as follows:

1. (a) Women age 30 or older; and
(b) Current in payment of dues.

2. Honorary members are those persons who have made outstanding contributions to senior women's tennis and to the NSWTA in particular. Honorary membership shall be proposed and voted on by the Board of Directors.

ARTICLE IV

The Corporation shall have perpetual existence.

ARTICLE V **EXPENDITURE OF DUES**

Dues will be for the purpose of maintaining the Association and furthering the quality of senior women's tennis in America. The Board of Directors will try in all cases to maintain a national flavor and fairness to all sections.

ARTICLE VI **BOARD OF DIRECTORS AND OFFICERS**

Section 1. POWERS OF THE BOARD OF DIRECTORS

The NSWTA will be managed by the Board of Directors. The Board of Directors will make all policies. The Board of Directors may delegate such of its powers as it deems wise in the management of the affairs of the Association. The President may within the scope of her duties appoint committees and persons to administer the business of the NSWTA.

Section 2. NOMINATION AND ELECTION

The Directors and Officers of the Corporation will be nominated and elected or appointed as provided in the Corporation's By-Laws.

ARTICLE VII

This Corporation shall have the following officers: a President, a Treasurer, a Secretary, and such other officers as the Board of Directors may deem advisable or necessary. The names and addresses of the persons who are to serve as the officers

of the Corporation until their successors are elected or appointed and qualified as provided in the Corporation's By-Laws are as follows:

<u>OFFICE</u>	<u>NAME</u>	<u>RESIDENCE</u>
President	Margaret Anderson	515 North Shore Road Lake Oswego, OR 97034
Treasurer	Kris Kash	11960 SW Finch Avenue Beaverton, OR 97007
Secretary	Joan Kotker	4339 – 134th Place SE Bellevue, WA 98006

ARTICLE VIII

This Corporation shall never have less than three (3) nor more than nine (9) Directors. The names and addresses of the persons who are to serve as Directors until their successors are elected or appointed and qualified as provided in the Corporation's By-Laws are as follows:

<u>NAME</u>	<u>RESIDENCE</u>
Kris Kash	11960 SW Finch Avenue Beaverton, OR 97007
Joan Kotker	4339 – 134 th Place SE Bellevue, WA 98006
Karen Dunlop	18529 – 186 th Place NE Woodinville, WA 98072
Joyce Jones	13739 – 15 th Street NE, Suite B-12 Seattle, WA 98125
Virginia (Deedy) Krebs	1819 – 41 st Avenue East Seattle, WA 98112
Ruth Hopkins	7430 SW Varns Street Tigard, OR 97223
Ellen MacPherson	3435 SW Hamilton Court Portland, OR 97201
Jean Mazzei	7414 Onyx Drive SW Tacoma, WA 98498

Bonnie Roberts

10701 SE 3rd Street
Bellevue, WA 98004

ARTICLE IX

Amendments to the Articles of Incorporation may be proposed by any member of the Corporation and adopted by a two-thirds (2/3) vote of the membership present at an annual meeting.

ARTICLE X

By-Laws of the Corporation may be made, altered or rescinded at any regular meeting with a two-thirds (2/3) vote of the membership present.

ARTICLE XI

The registered office of this Corporation shall be 505 So. Flagler Dr., Ste 1100, West Palm Beach, FL 33401, and the registered agent at that address shall be Margaret L. Cooper.

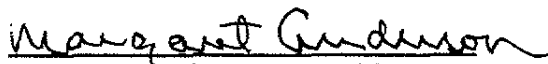
Having been named to accept service of process for the above-stated Corporation, at the registered office designated above, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

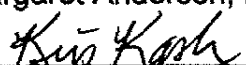


Margaret L. Cooper, Registered Agent

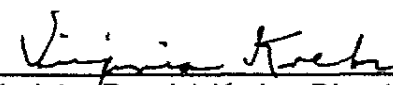
SECOND: The date of the adoption of the foregoing Amended and Restated Articles of Incorporation was March 5, 2003.

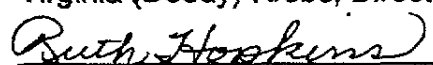
THIRD: The foregoing Amended and Restated Articles of Incorporation were adopted by the members and the number of votes cast therefor was sufficient for approval.



Margaret Anderson, President


Kris Kash, Treasurer and Director



Virginia (Deedy) Krebs, Director


Ruth Hopkins, Director

Joan G. Kotker
Joan Kotker, Secretary and Director

Jean Mazzei
Jean Mazzei, Director

Joyce Jones
Joyce Jones, Director

Ellen MacPherson
Ellen MacPherson, Director

Karen Dunlop
Karen Dunlop, Director

Bonnie Roberts
Bonnie Roberts, Director ^{Mg}