

BENNETT TUELLER JOHNSON & DEERE

A PROFESSIONAL CORPORATION

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FILED
00 APR 17 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DANIEL L. STEELE
KENNETH C. MARGENTS
KENT M. BROWN
PAUL M. JOHNSON
THOMAS B. PRICE
‡ALSO ADMITTED IN IDAHO

April 13, 2000

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

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

Dear Sir or Madam:

Enclosed for filing with the Division of Corporations is the Articles of Incorporation of Senior Efforts in Research & Education. Also enclosed is a check in the amount of \$78.75 to cover the filing fee. Please mail the certified copy of the Articles of Incorporation to the above address. Thank you for your assistance.

If you have any questions, please contact me.

Sincerely,

Megan Mead
Megan Mead
Legal Assistant

Enclosures (2)

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Thompson APR 21 2000

ARTICLES OF INCORPORATION
OF
SENIOR EFFORTS IN RESEARCH & EDUCATION, INC.

FILED
00 APR 17 PM 12:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned adult natural person, acting as incorporator, hereby establishes a not for profit corporation pursuant to the Florida Not for Profit Corporation Act (the "Act") and adopts the following articles of incorporation:

FIRST: **Name.** The name of the corporation is SENIOR EFFORTS IN RESEARCH & EDUCATION, INC.

SECOND: **Duration.** The corporation shall have perpetual existence.

THIRD: (a) **Purposes.** The corporation is organized as a charity that seeks to provide funding to qualified individuals and organizations for the purpose of promoting health and fitness. The primary means of generating funds is the sponsorship of competitive senior tennis championship tournaments. Funds raised through these competitions will be used to underwrite research and education for afflictions that affect mature Americans such as arthritis, heart disease, breast cancer, prostate cancer and Alzheimer's. Funding also supports senior competition tennis as a means to encourage among its participants cardiovascular health, weight and nutrition awareness, and emotional well being.

(b) **Powers.** In furtherance of the foregoing purposes and objectives (but not otherwise) and subject to the restrictions set forth in section (c) of this article, the corporation shall have and may exercise all of the powers now or hereafter conferred upon a not for profit corporations organized under the laws of Florida and may do everything necessary or convenient for the accomplishment of any of the corporate purposes, either alone or in connection with other organizations, entities or individuals, and either as principal or agent, subject to such limitations as are or may be prescribed by law.

(c) **Restrictions On Powers.**

(1) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any member of the Board of Directors or officer of the corporation, or any other individual (except that reasonable compensation may be paid for services rendered to or for the benefit of the corporation affecting one or more of its purposes), and no member of the Board of Directors or officer of the corporation, or any other individual, shall be entitled to share in any distribution of any of the corporate assets on dissolution of the corporation or otherwise.

(2) No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. The corporation shall not participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(3) Upon dissolution of the corporation, all of the corporation's assets remaining after payment of or provision for all of its liabilities shall be paid, transferred or distributed to a nonprofit fund, foundation, or corporation that is organized exclusively for charitable, educational, religious, or scientific purposes and that has established its tax-exempt status as decided on by a majority of the members of the Board of Directors.

FOURTH: **Initial Principal Office and Registered Office and Agent.** The address of the initial principal office of the corporation is 1110 Keyes Avenue, Winter Park, Florida 32789. The address of the initial registered office is 1110 Keyes Avenue, Winter Park, Florida 32789. The name of its initial registered agent at such address is Tania M. Torruella.

FIFTH: **Governing Board of Directors.** The management of the affairs of the corporation shall be vested in a governing Board of Directors, except as otherwise provided in the Florida Not for Profit Corporation Act, these articles of incorporation or the bylaws of the corporation. The number of directors, their classifications, if any, their terms of office and the manner of their election or appointment shall be determined according to the bylaws of the corporation from time to time in force. Six directors shall constitute the initial Governing Board of Directors. Their names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Tania M Torreuella	1110 Keyes Avenue Winter Park, Florida 32789
Candy Cook	5708 NW 27 th Place Gainesville, Florida 32606
Sue Rasmussen	1110 Keyes Avenue Winter Park, Florida 32789
Carol Clay	610 Tennis Club Drive, #307 Ft. Lauderdale, Florida 33311
Nancy Reed	1122 Washington Avenue Winter Park, Florida 32789
Kerry Young	1110 Keyes Avenue Winter Park, Florida 32789

SIXTH: **Bylaws.** The initial bylaws of the corporation shall be as adopted by the Governing Board of Directors. The Governing Board of Directors shall have power to alter, amend or repeal the bylaws from time to time in force and adopt new bylaws. The bylaws of the corporation may contain any provisions for the regulation or management of the affairs of the corporation that are not inconsistent with law or these articles of incorporation, as these articles may from time to time be amended. However, no bylaw at any time in effect, and no

amendment to these articles, shall have the effect of giving any director or officer of the corporation any proprietary interest in the corporation's property or assets, whether during the term of the corporation's existence or as an incident to its dissolution.

SEVENTH: **Incorporator.** The name and address of the incorporator of this corporation are as follows:

Tania M. Torruella
1110 Keyes Avenue
Winter Park, Florida 32789



Tania M. Torruella, Incorporator
Dated: April 10, 2000

The undersigned hereby accepts and acknowledges appointment as the initial registered agent of the corporation named above and confirms that the undersigned meets the requirements of Section 617.0501 of the Florida Not for Profit Corporation Act.



Tania M. Torruella
Registered Agent

VERIFICATION

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) ss.

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On this 10 day of April, 2000, personally appeared before me Tania M. Torruella, who being by me first duly sworn declared that she is the person who signed the foregoing Articles of Incorporation as incorporator and that the statements therein contained are true.

Jennifer L. Miller
Notary Public

~~Notary~~ Public

My commission expires: 8/26/01

