

TRANSMITTAL LETTER

NO1000002541

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

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-04/06/01--01053--010
*****78.75 *****78.75

SUBJECT: The Senior's Legal center of Venice, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jeffrey A. RARKIN
Name (Printed or typed)

4679 73rd Street East
Address

Bradenton, FL 34203
City, State & Zip

941-758-2944
Daytime Telephone number

FILED
01 APR -6 AM 10:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTE: Please provide the original and one copy of the articles.

T. Burch APR 11 2001

FILED
01 APR -6 AM 10:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION OF
THE SENIOR'S LEGAL CENTER OF VENICE, INC.**

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of Florida, adopt the following articles of incorporation for such corporation:

ARTICLE I: The name of the corporation, hereinafter referred to as the "Corporation" is **THE SENIOR'S LEGAL CENTER OF VENICE, INC.**

ARTICLE II: The Principal place of business for **The Senior's Legal Center of Venice, Inc.** is 4679 73rd Street East, Bradenton, Fl. 34203.

ARTICLE III: The specific purposes for which **The Senior's Legal Center of Venice, Inc.** is organized are:

- 1.) To legally assist, aid, and represent the Senior Citizens who live in Southern Sarasota County.
- 2.) To facilitate the resolution to legal problems and issues that surround Senior Citizens by virtue of their status as Senior Citizens.
- 3.) To have an open-door policy for each and every Senior Citizen who has a question, issue, problem, or difficulty in the realm of legal issue, and to have an attorney available to freely discuss these situations and to help each and every Senior Citizen in any way, shape, or form possible.
- 4.) To establish and hold a library which contains publications uniquely written to assess and aid in the resolution of the many problems and issues that surround senior citizens.
- 5.) To solicit grants and similar funding from governmental agencies, public and private corporations as well as for profit and nonprofit corporations, private foundations, and individuals to assist in the payment of legal and other costs incidental to the practice of law for Senior Citizens and the operation of **The Senior's Legal Center of Venice, Inc.**
- 6.) To use the above-referenced funds to represent senior citizens in legal matters for little to no cost.
- 7.) To assist Senior Citizens in keeping abreast of new legislation and rulings that may affect Senior Citizens in any rights, privileges, or standing that they may possess that are unique to their status as Senior Citizens.

8.) To establish programs which will try and prevent abuse and crimes that are committed against Senior Citizens and when such abuse and crimes are committed, to fight for justice for each and every aggrieved or victimized Senior Citizen.

9.) To hold semi-annual meetings in which anyone may attend who has an interest in assisting the health and well-being of Senior Citizens. To discuss new issues and problems surrounding Senior Citizens by virtue of their status as Senior Citizens and to seek the best solution to these problems. To also discuss measures to prevent future problems, abuse, and crimes against Senior Citizens that occur by virtue of their status as Senior Citizens.

10.) To conduct any legal business not in violation of State and Federal Statute, Constitution, or Law, and which helps Senior Citizens. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law. No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office. Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or 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 the Court of Common Pleas of the county in which the principal office of the Corporation 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 IV. The manner in which the directors are elected or appointed are as follows: (from the bylaws)

Section 3: Board Elections. Election of new directors or election of current directors to a second term will occur as the first item of business at the annual meeting of the corporation. Directors will be elected by a majority vote of the current directors.

Section 4: Terms. All Board members shall serve one year terms, but are eligible for re-election.

Section 5: Quorum. A quorum must be attended by at least fifty percent of the Board members before business can be transacted or motions made or passed.

Section 6: Notice. An official Board meeting requires that each Board member have written notice two weeks in advance.

Section 7. Officers and Duties. There shall be five officers of the Board consisting of a Chair, Vice Chair, Secretary and Treasurer. Their duties are as follows:

The Chair shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: Vice-Chair, Secretary and Treasurer.

The Vice-Chair will chair committees on special subjects as designated by the board.

The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board members, and assuring that corporate records are maintained.

The Treasurer shall make a report at each Board meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the public.

Section 8: Vacancies. When a vacancy on the Board exists, nominations for new members may be received from present Board members by the Secretary two weeks in advance of a Board meeting. These nominations shall be send out to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term. One person may hold more than one position.

Section 9: Resignation, Termination and Absences. Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if s/he has three unexcused absences from Board meetings in a year. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 10: Special Meetings. Special meetings of the Board shall be called upon the request of the Chair or one-third of the Board. Notices of special meetings shall be send

out by the Secretary to each Board member postmarked two weeks in advance.

ARTICLE V. The names and addresses of the persons who shall serve as directors until the first annual meeting of members, or until their successors shall have been elected and qualified, are as follows:

- 1.) Jeffrey A. Rapkin, 4679 73rd Street East, Bradenton, Fl. 34203
- 2.) Anthony Pomponio, 4679 73rd Street East, Bradenton, Fl. 34203
- 3.) Virginia M. Rapkin, 4679 73rd Street East, Bradenton, Fl. 34203


ARTICLE VI. The name and Florida address of the initial registered agent is: Jeffrey A. Rapkin, 4679 73rd Street East, Bradenton, Fl. 34203

ARTICLE VII. The name and address of the incorporator is: Jeffrey A. Rapkin, 4679 73rd Street East, Bradenton, Fl. 34203.

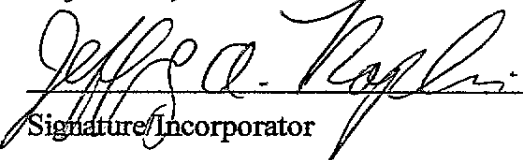
ARTICLE VIII. The effective date of **The Senior's Legal Center of Venice, Inc.** is the date of filing with the Florida Department of State, Division of Corporations.

ARTICLE IX. The period of duration of the Corporation is perpetual.

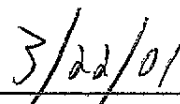
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



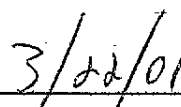
Signature/Registered Agent



Signature/Incorporator



Date



Date