

AO3000000944

(Requestor's Name)

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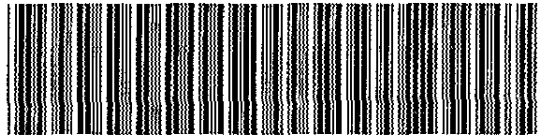
(Business Entity Name)

(Document Number)

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RECEIVED
03 JAN 17 PM 2:54
STATE
DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2003-1708

03 JAN 17 AM 9:46
STATE
DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS

SMITH FEB 05 2003



ACCOUNT NO. : 072100000032

REFERENCE : 898118 80368A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 17, 2003

ORDER TIME : 1:05 PM

ORDER NO. : 898118-005

CUSTOMER NO: 80368A

CUSTOMER: Thomas G. Hersem, Esq
Thomas G. Hersem, Esq

Suite B
1421 Court Street
Clearwater, FL 33756

DOMESTIC FILING

NAME: PEP TAMPA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Ken Detzner
Secretary of State

January 21, 2003

CSC

SUBJECT: PEP TAMPA, INC.
Ref. Number: W03000001708

RESUBMIT
Please give original
submission date as file date.

We have received your document for PEP TAMPA, 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.

You must list the corporation's principal office and/or a mailing address in the document.

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) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 103A000033744

RECEIVED
09 FEB - 4 25 PM
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
PEP TAMPA, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation not for profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE I
NAME OF CORPORATION

The name of this corporation shall be PEP TAMPA, INC.. The street and mailing address of the principal office of the corporation is 1520 Avenue North St. Petersburg, FL 33710.

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be conducted by PEP TAMPA, INC. shall be the operation and management of the affairs and property of PEP TAMPA, INC. and to perform all acts provided in the bylaws. PEP TAMPA, INC. is established to provide for education and support regarding alternative lifestyles. This corporation is organized exclusively for public purposes as a not for profit corporation, and its activities shall be conducted for such purposes and in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer, or individual except in the form of compensation for services rendered the corporation which are unrelated to Board duties.

ARTICLE III
POWERS

PEP TAMPA, INC. shall have all of the statutory powers of a corporation not for profit and all of the powers and duties set forth in the bylaws, except where variances permitted by law appear in these Articles. PEP TAMPA, INC. may enter into lease agreements and may acquire and enter into agreements acquiring leaseholds, memberships and other interests intended for the benefit of the members.

ARTICLE IV
MEMBERS

1. Members. The members of the corporation shall be the Board of Directors, who shall be the sole voting members of the corporation.

2. Other Members. The bylaws may provide for one or more classes of other members, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the bylaws but who shall not have the right to vote.

ARTICLE V
INCOME DISTRIBUTION

03 JAN 17 AM 9:48
SECRETARY OF STATE
DIVISION OF CORPORATIONS

No part of the income of this corporation shall be distributed to its members, except as compensation for services rendered.

ARTICLE VI
EXISTENCE

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the corporation shall be at 5720 – 12th Avenue North, St. Petersburg, Florida 33710 and the registered agent at that address shall be RUBY DUBIN.

ARTICLE VIII
NUMBER OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors which shall consist of not less than one (3) person, as shall be designated by the bylaws, and elected at the annual meeting. Please see attached directors list.

ARTICLE IX
MANAGEMENT

1. The affairs of the corporation shall be managed by a Board of Directors who shall serve without compensation. The Board of Directors shall consist of not less than one, nor more than seven directors. The Board shall have the authority to set the exact number of board members as may be required from time to time. Directors shall serve a term of one year and may be re-elected. Additional directors shall be elected by majority vote of the Board. Directors shall be removed in accordance with the procedure provided in the bylaws.

2. The names and street addresses of the initial Directors are:

RUBY DUBIN, 5720 – 12th Avenue N., St. Petersburg, FL 33710

3. The officers of the corporation shall be a President, Secretary, and Treasurer and shall be elected by the Board of Directors at the annual meeting to hold office in the manner provided in the bylaws.

ARTICLE X
INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and directors shall be indemnified by PEP TAMPA, INC. against all expenses and liabilities including attorney's fees (including appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. PEP TAMPA, INC. may purchase and maintain

insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

ARTICLE XI
BYLAWS

The bylaws shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the bylaws.

ARTICLE XII
SUBSCRIBERS

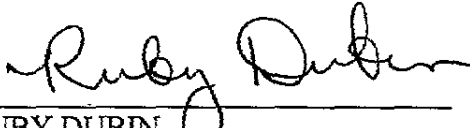
The names and street addresses of the subscribers to these Articles of Incorporation are as follows:

RUBY DUBIN, 5720 - 12th Avenue N., St. Petersburg, FL 33710

ARTICLE XIII
AMENDMENTS

The Articles of Incorporation of the corporation may be amended by two-thirds (2/3) vote of the Board of Directors at any regular or special meeting of the board or by all directors signing a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted, provided, however, with respect to any meetings, notice thereof, which shall include the text of the proposed change to the Articles of Incorporation, shall be furnished in writing to each member at least ten (10) days prior to the meeting at which such amendment to the Articles of Incorporation is to be voted upon.

IN WITNESS WHEREOF, the undersigned has subscribed his or her name under seal this 15 day of January, 2003.


RUBY DUBIN

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing was acknowledged before me this 15th day of January, 2003, by Ruby Dubin, who is personally known to me or who produced the

following as identification: n/a



Miriam L. Heater
NOTARY PUBLIC

Having been named to accept service of process for the above stated corporation, at the place designated herein, 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.

Dated: January 15, 2003

Ruby Dubin
RUBY DUBIN

SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 JAN 17 AM 9:47

PEP TAMPA, INC.

- DIRECTORS LIST

- RUBY DUBIN

P.O. BOX 13154
ST. PETERSBURG, FL 33733

MIRIAM HEATER

1428 OWEN DRIVE
CLEARWATER, FL 33759

THOMAS G. HERSEM

1421 COURT STREET
SUITE B
CLEARWATER, FL 33756