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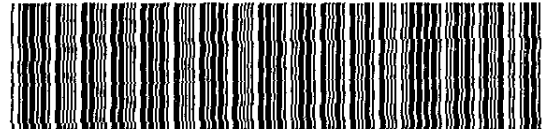
(Business Entity Name)

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05/23/05--01036--029 **78.75

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

T. Hampton MAY 26 200

LAW OFFICES
OF
MILLER & ZACHMAN, P.A.

ALICIA ZACHMAN

621 SOUTH FEDERAL HIGHWAY • SUITE 10
FORT LAUDERDALE, FLORIDA 33301
TELEPHONE (954) 463-3765
FAX (954) 462-5777

PLEASE REPLY TO: POST OFFICE BOX 9
FORT LAUDERDALE, FLORIDA 33302

May 20, 2005

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

**Re: SENIORNET COMPUTER LEARNING CENTER
OF SOUTH FLORIDA, INC.**

Dear Sir/Madam:

Enclosed herein please find an original and copy of the Articles of Incorporation of SeniorNet Computer Learning Center of South Florida, Inc..

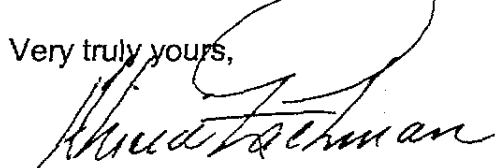
Please file these Articles of Incorporation in accordance with Florida Statutes, Chapter 617, and upon completion of the filing process, return one certified copy to this office.

If convenient, would you please call to advise of the filing date and file number.

We have enclosed our check in the amount of \$78.75, which represents the filing fees for said corporation.

Thanking you for your kind cooperation in this matter, I am

Very truly yours,



Alicia Zachman

AZ:ar
Encls.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF**

**SENIORNET COMPUTER LEARNING CENTER OF SOUTH FLORIDA, INC.,
a not-for-profit corporation**

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be SENIORNET COMPUTER LEARNING CENTER OF SOUTH FLORIDA, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be:

9145-A S. W. 23rd Street
Fort Lauderdale, Florida 33324

ARTICLE IV - PURPOSE

(A). The purposes for which this corporation is formed are:

(a). The general purposes for which the corporation is formed are to operate exclusively for charitable, scientific, literary and educational purposes with the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue Law (the "Code").

(b). The particular purposes for which this corporation is formed are:

- (1). To provide education and training in computer and technological skills for seniors.
- (2). To engage in any other lawful activities that further the exempt purposes of the corporation.

(B). No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees officers, or other private persons, except that the corporation 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 the purpose clause hereof. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this

document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(C)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

(C). Upon the dissolution of the corporation, its governing body shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the exempt purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, scientific, literary, or educational purposes which at the time qualify as exempt organization or organizations under Section 501(c)(3) of the Code, as the corporation's governing body shall determine. Any assets not so distributed shall be distributed by a court of competent jurisdiction of the county in which the corporation's principal office is then located exclusively for the corporation's exempt purposes. The use of any surplus funds for private inurement to any person in the event of a sale of the assets or dissolution of the corporation is expressly prohibited.

ARTICLE V - POWERS-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 shall be not less than four (4); however, that number may be changed by a By-Law duly adopted pursuant to the By-Laws of the corporation. The election of directors shall be governed by the bylaws

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address and initial registered office address of this corporation is 9145-A S. W. 23rd Street, Fort Lauderdale, Florida 33324; and the name of the initial registered agent of the corporation is FRANK DESKO..

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The name and address of the initial directors of this corporation are:

FRANK DESKO, 9145-A S. W. 23rd Street, Fort Lauderdale, FL 33324
JOSEPH FERNANDEZ, 1801 South Ocean Drive, Hallandale, FL 33009
WARREN MALKIN, 671 N. E. 195th Street, Apt. 319, North Miami Beach, FL 33179
DOROTHY HOLT, 3904 S. W. 67th Terrace, Davie, FL 33314

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles are:

FRANK DESKO
9145-A S. W. 23rd Street
Fort Lauderdale, Florida 33324

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X - MEMBERS

The sole class of members of this corporation shall be its Directors.

ARTICLE XI - AMENDMENTS

These articles may be amended, altered or changed by a 2/3's favorable vote of the Board of Directors at any regular or special meeting

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of May, 2005.

Frank Desko
FRANK DESKO

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared FRANK DESKO, who to me is well known to be the person described in and who subscribed the above articles of incorporation, who is personally known to me or who has produced -- as identification, and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 20th day of May, 2005.

Alicia Zachman
Notary Public, State of Florida

My Commission Expires:

ACKNOWLEDGMENT



Having been named to accept service of process for this corporation at the place designated in Article VI, I hereby accept and agree to act in this capacity and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

Frank Desko
FRANK DESKO