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# VERNIS & BOWLING

## OF CENTRAL FLORIDA, P.A.

ATTORNEYS AT LAW  
1450 S. WOODLAND BLVD., 4th FLOOR  
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April 13, 2006

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

Re: Incorporation of For Seniors Only, Inc.

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation and a Designation of Registered Agent for a Florida Corporation.

Please provide me a certificate of status and a certified copy of these articles.

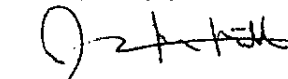
A check in the amount of \$87.50 is enclosed. It represents payment for:

Filing Fee	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$ 8.75
Certificate of Status	\$ 8.75
<b>TOTAL</b>	<b>\$ 87.50</b>

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06 APR 14 PM 11:23  
TALLAHASSEE, FLORIDA

If there is a problem, please let me know immediately.

Very truly yours,

  
James M. Miller,  
For the Firm

VERNIS & BOWLING OF MIAMI, P.A.  
MIAMI, FLORIDA  
TEL. (305) 895-3033 / FAX (305) 892-1260

VERNIS & BOWLING OF PALM BEACH, P.A.  
NORTH PALM BEACH, FLORIDA  
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VERNIS & BOWLING OF ATLANTA, LLC  
ATLANTA, GEORGIA  
TEL. (404) 846-2001 / FAX (404) 846-2002

VERNIS & BOWLING OF SOUTHERN AL, LLC  
MOBILE, ALABAMA  
TEL. (251) 432-0337 / FAX (251) 432-0244

VERNIS & BOWLING OF BIRMINGHAM, LLC  
BIRMINGHAM, ALABAMA  
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## **ARTICLES OF INCORPORATION**

### **FOR**

### **FOR SENIORS ONLY, INC**

The undersigned incorporator for the purposes of forming a not for-profit corporation under Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation.

#### **ARTICLE I - NAME:**

The name of the corporation is **For Seniors Only, Inc.** The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

#### **ARTICLE II - PRINCIPAL OFFICE**

The principal address of the Corporation shall be 50 Loggerhead Court, Ponce Inlet, FL. 32127

#### **ARTICLE III - REGISTERED OFFICE AND AGENT**

The address of the Registered Agent in the State of Florida is 50 Loggerhead Court, Ponce Inlet, FL. 32127, County of Volusia. The name of the Registered Agent at such address is Karen Butterson.

#### **ARTICLE IV - CORPORATE PURPOSES, POWERS AND RIGHTS**

A. Said 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 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

B. The general purpose for which this corporation is organized shall be:

1. To provide a not for profit internet based company that provides answers to senior citizens on questions about health and other related senior issues as well as to provide hyper links from its site to other internet based information service sites;
2. To provide a common arena/location for senior citizens to go to for the dissemination of current health related and/or elderly related information and to provide for the flow of information that would be helpful to them and/or their family members
3. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred to a Not for Profit Corporation by Chapter 617, Florida Statutes.

## **ARTICLE V - INCORPORATOR**

The name and mailing address of the incorporator of this Corporation is as follows:

Karen Butterton                      50 Loggerhead Court, Ponce Inlet, FL. 32127

## **ARTICLE VI - BOARD OF DIRECTORS**

1. The number of members of the Board of Directors may be increased or diminished from time to time by the By-laws; provided, however, there shall never be less than three (3). Each director shall serve for a period of three (3) years with the initial terms being staggered such that one director slot shall come up for reappointment each year. A director shall be appointed or re-appointed by a majority vote of the then existing board of directors.

2. If any vacancy occurs on the Board of Directors during a term, the remaining Directors, by affirmative vote of a majority thereof, may elect a Director to fill the vacancy of the empty directors slot.

3. The names and mailing addresses for the persons who shall serve as the Directors of the Corporation are:

- |    |  |                       |
|----|--|-----------------------|
| a. | Karen Butterton<br>50 Loggerhead Court<br>Ponce Inlet, FL. 32127 | (Initial 3 year term) |
| b. | David Butterton<br>50 Loggerhead Court<br>Ponce Inlet, FL. 32127 | (Initial 2 year term) |
| c. | Dan Davidson<br>25541 El Capitan Lane<br>Laguna Hills, CA 92635  | (Initial 1 year term) |

## **ARTICLE VII - OFFICERS**

1. The number of Officers may be increased or diminished from time to time by the By-Laws; provided, however, there shall never be less than two (2). Each officer shall serve until the next annual meeting of Board of Directors.

2. If any vacancy occurs in the Officers during a term, the remaining officers, by affirmative vote of a majority thereof, may elect an officer to fill the vacancy until the next annual meeting of the Board of Directors.

3. The names and mailing addresses of the persons who shall serve as Officers of this

Corporation until the first meeting of the Board of Directors is as follows:

Position	Name	Address
President	Karen Butterson	50 Loggerhead Court Ponce Inlet, FL. 32127
Vice President	David Butterson	50 Loggerhead Court Ponce Inlet, FL. 32127
Secretary	Karen Butterson	50 Loggerhead Court Ponce Inlet, FL. 32127
Treasurer	David Butterson	50 Loggerhead Court Ponce Inlet, FL. 32127

#### **ARTICLE VIII - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute.

#### **ARTICLE IX - BY-LAWS**

The power to adopt, amend, or repeal By-laws for the management of this Corporation shall be vested in the Board of Directors.

#### **ARTICLE X - INDEMNIFICATION**

The Corporation shall indemnify any Incorporator, Officer, or Director or any former Incorporator, Officer or Director to the full extent permitted by law.

#### **ARTICLE XI - NET EARNINGS OF THE CORPORATION**

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 Article IV hereof. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under

**DESIGNATION AND ACCEPTANCE  
OF  
REGISTERED AGENT**

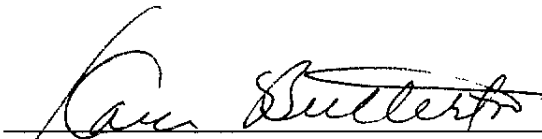
Pursuant to the provisions of Chapter 617, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent in the State of Florida:

1. The Name of the Not for Profit Corporation is : For Seniors Only, Inc
2. The Name of the Registered Agent is: Karen Butterson
3. The address of the Registered Agent/  
Registered Office is: Karen Butterson  
50 Loggerhead Court  
Ponce Inlet, FL. 32127

**ACKNOWLEDGEMENT**

Having been named as registered Agent and designated to accept service of process for this Corporation, I hereby accept the appointment as registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered Agent.

Dated this 2 day of April, 2006.

  
\_\_\_\_\_  
Karen Butterson

section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

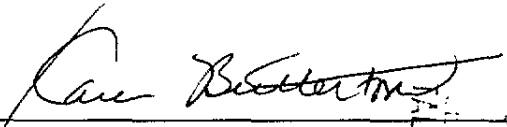
Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation."

#### ARTICLE XII - TREATMENT OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed 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 a Court of Competent Jurisdiction 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.

The undersigned, for the purposes of forming a Non-Profit Corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein are true.

I have accordingly hereunto set my hand and seal at DeLand, Volusia County, Florida, on this 12th day of April, 2006.

  
\_\_\_\_\_  
Karen Butters  
Incorporator and President of For Seniors Only, Inc.

FILED  
06/04/06 APR 11:28  
ALABAMA, FLORIDA