

N080000003756

Florida Department of State  
Division of Corporations  
Public Access System

## Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax number (shown below) on the top and bottom of all pages of the document.**

(((H08000078040 3)))



H080000780403ABC.

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

## To:

Division of Corporations  
Fax Number : (850) 617-6381

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 MAR 27 P 12:21

FILED

DIVISION OF CORPORATION

08 APR 16 PM 2:23

RECEIVED

## FLORIDA PROFIT/NON PROFIT CORPORATION

friends of prime time seniors, inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

APR 17 2008  
Help  
D.A. WHITE



March 28, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

EMPIRE

SUBJECT: FRIENDS OF PRIME TIME SENIORS, INC.  
REF: W08000016149

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6047.

Carolyn Lewis  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H08000078040  
Letter Number: 508A00018519

P.O BOX 6327 - Tallahassee, Florida 32314

③

**ARTICLES OF INCORPORATION**  
**FRIENDS OF PRIME TIME SENIORS, INC.**

FILED  
H08 000078040

2008 MAR 27 P 12: 21

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

***ARTICLE I - NAME***

The name of this Florida non-for-profit Organization is **FRIENDS OF PRIME TIME SENIORS, INC.** and the address is 1940 Park Avenue, Apt. # 323, Miami Beach, Florida 33139.

***ARTICLE II - DURATION***

The organization is to commence its corporate existence on the date of the filing of these Articles of Incorporation and shall exist perpetually thereafter until dissolved sooner according to law.

***ARTICLE III - PURPOSE***

The Organization is organized exclusively for charitable and educational purposes, and to retain profit status as set forth in the most current Internal Revenue Code under section 501-C-3 of the Internal revenue Code, or corresponding section of any future federal tax code. Friends of Prime Time Seniors is a not-for-profit corporation that has been formed to provide our senior citizens education on matters such as current events, music appreciation, health related issues, coping with problems associated with aging, as well as being a social avenue for entertainment and general meeting place for our active aging adults.

***ARTICLE IV - MEMBERSHIP***

All persons interested in the purposes of the Organization are eligible for membership in the Organization if they are capable of contributing to the achievement of those purposes and the effective operation of the Organization, and if they comply with the requirements established from time to time in the By-laws. Members shall have no voting rights or other rights except as provided in the By-laws.

H08000078040

#### **ARTICLE V - BOARD OF DIRECTORS**

The affairs of the Organization shall be managed by a Board of Directors consisting of no less than three directors. The number of directors may be increased or decreased from time to time in accordance with the By-laws of the Organization, but may never be less than three. The election of directors shall be done in accordance with the By-laws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Organization's Board of Directors are:

<b>NAME</b>	<b>ADDRESS</b>
Stanley K. Shapiro, President	1940 Park Avenue, Apt. # 323, Miami Beach, Florida 33139
Dr. Cory Narsen	915 Alton Road, Miami Beach, Fl. 33139
Laura Wright	7441 Wayne Avenue, Miami Beach, Fl. 33141
Jon Kidd	1800 Sunset Harbor Drive, Miami Beach, Fl. 33139
Linda Zilber	1231 95th Street, Bay Harbor Islands, Fl. 33154
Jonathan Goldstein, Esq.	536 Biltmore Way, Coral Gables, Fl. 33134

#### **ARTICLE VI - LIMITATIONS**

No part of the net earnings of the Organization shall inure to the benefit of (or be distributable to ) its directors, officers, members or other private persons, except that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of any of its purposes..

#### **ARTICLE VII - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

#### **ARTICLE VIII - REGISTERED AGENT**

The name and address of the registered agent of the Organization is:

Stanley K. Shapiro, President  
1940 Park Avenue, Apt. # 323  
Miami Beach, Florida 33139.

**ARTICLE IX - INCORPORATOR**

The name and address of the subscriber to these Articles of Incorporation is

Stanley K. Shapiro, President  
1940 Park Avenue, Apt. # 323  
Miami Beach, Florida 33139.

**ARTICLE X - DISSOLUTION**

Upon the dissolution of the Organization, the assets shall be distributed for one or more exempt purposes within the meaning of section 501-C-3 of the Internal Revenue code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principle office of the organization is then located, exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for such purposes remaining after payment.

**ARTICLE XI- CORPORATE EXISTENCE**

The corporate existence of the Organization was effective as of March 20, 2008.

Stanley K. Shapiro, President  
1940 Park Avenue, Apt. # 323  
Miami Beach, Florida 33139.

Representative of the Incorporator executed these Articles of Incorporation on March 20, 2008.

IN WITNESS WHEREOF, the undersigned, as incorporator, does hereby execute these Articles of Incorporation on this 19<sup>th</sup> day of March, 2008.

Stanley K. Shapiro  
Stanley K. Shapiro, President

STATE OF FLORIDA )  
 ) ss  
COUNTY OF DADE )

H08 000078040

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and acknowledgments, personally appeared Stanley K. Shapiro, who, after being duly sworn, and who produced \_\_\_\_\_ as identification, or who is personally known to me, executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein intended.

Sworn to and subscribed before me this 19<sup>th</sup> day of March, 2008.

My Commission Expires:



Stephen T. Millan  
My Commission 00061886  
Expires October 12, 2008

NOTARY PUBLIC:

Stephen T. Millan  
(Sign)

Stephen T. Millan  
(Print)

H08 000078040

FILED