

N96000001999

RAYMOND A. ARGYROS, P.A.

511 SOUTH PAULA DRIVE  
DUNEDIN, FLORIDA 34698

RAYMOND A. ARGYROS

(813) 736-5155

April 8, 1996

Florida Department of State  
Division of corporations  
P. O. Box 6327  
Tallahassee, Fla. 32314

700001775757  
-04/10/96--01087--012  
\*\*\*122.50 \*\*\*122.50

Re: New Beginnings Singles Club, Inc. - non profit corporation  
Articles of Incorporation

Gentlemen:

Enclosed for filing in your office are the proposed Articles  
of Incorporation for the above, together with Acceptance  
by Registered Agent. This is a non profit corporation.

Also enclosed is my check in the amount of \$122.50 for the  
following fees:

Filing fee	\$35.00
Registered agent	\$35.00
Certified copy	\$52.50

Please file this and return a certified copy to my office.

Thank you for your help and cooperation in this matter.

Sincerely yours,

*Raymond A. Argyros*  
RAYMOND A. ARGYROS

RAA:bcy

encls.

FILED  
APR 10 1996  
TALLAHASSEE, FLORIDA

4-15-96  
TH

596.H - 17328

ARTICLES OF INCORPORATION  
OF  
NEW BEGINNINGS SINGLES CLUB, INC.

FILED  
26 APR 16 1971  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: NEW BEGINNINGS SINGLES CLUB, INC.

ARTICLE II - STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE III - GENERAL AND SPECIFIC PURPOSES

A. The specific and primary purposes for which this corporation is formed is to promote the unique interests of the membership through social, cultural, charitable and support activities and to provide an opportunity for singles to meet and enjoy the company of one another and to discuss topics of common interest.

B. The general purposes for which this corporation is formed are to operate exclusively as a charitable and social organization to provide for singles to promote their interests through social, cultural, charitable and support activities, as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including for such purposes the making of distributions to organizations which qualify as tax exempt organizations under that Code.

C. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV - TERM

This corporation shall have a perpetual existence commencing at the time of the filing of the Articles of Incorporation by the Department of State.

#### ARTICLE V - MEMBERSHIP

Any person who agrees to be bound by the Articles of Incorporation of this corporation, by its bylaws, and by such rules and regulations as the directors may, from time to time, adopt, is eligible for membership in the corporation. The directors shall from time to time prescribe the form and manner in which application may be made for membership.

#### ARTICLE VI - SUBSCRIBERS

The names and residence addresses of the subscribers of this corporation are as follows:

John McGatha 106 Yawl Lane Palm Harbor, Fla. 34683

Lillian Klant 2285 Israeli Drive Clearwater, Fla. 34623

#### ARTICLE VII - LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT

A. The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located is the County of Pinellas.

B. The name and address of this corporation's registered agent is: John McGatha 106 Yawl Lane Palm Harbor, Fla. 34683

The principal office address and the registered office address are the same.

#### ARTICLE VIII - MANAGEMENT OF CORPORATE AFFAIRS

A. BOARD OF DIRECTORS: The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall be not less than seven (7), provided, however, that such number may be changed by a bylaw duly adopted by the members, except, however, the number shall never be less than three (3).

Directors elected at the first annual meeting shall be elected for a term of one year.

When elected, Directors shall serve until the annual election at which time their term expires or until qualification of the successors in office.

Any action required or permitted to be taken by the Board of

Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and Bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the Board of Directors are as follows:

John McGatha	106 Yawl Lane, Palm Harbor, Fla. 34883
Lillian Klant	2285 Israeli Drive, Clearwater, Fla. 34623
Ernie Barber	2467 Finlandia #45, Clearwater, Fla. 34623
Ray Rabatin	1881 N. Hercules #702, Clearwater, Fla. 34625
Dorotha Magnotte	1947 Whitney Way, Clearwater, Fla. 34620
Betty Bogner	7901 40th. Ave., N.#19, St. Petersburg, Fl. 33709
Raymond A. Argyros	511 S. Paula Drive, Dunedin, Fla. 34698

B. CORPORATE OFFICERS: The officers of this corporation shall consist of a President, First Vice President, Second Vice President, Third Vice President, Fourth Vice President, Secretary and Treasurer. Other officers and offices may be established by the bylaws. The name and addresses of the initial officers of the corporation, who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President	John McGatha	106 Yawl Lane, Palm Harbor, Fl 34683
First V.P.	Raymond A. Argyros	511 S. Paula Dr. Dunedin, Fl 34698
Second V.P.	Lillian Klant	2285 Israeli Dr. Clearwater, Fl 34623
Third V.P.	Ray Rabatin	1881 N. Hercules #702, Clearwater, Fl 34625
Fourth V.P.	Betty Bogner	7901 40th. Ave, N#19 St. Petersburg, Fl. 3709
Sec.	Dorotha Magnotte	1947 Whitney Way, Clearwater, Fla. 34620
Treasurer	Ernie Barber	2467 Finlandia #45, Clearwater, Fla. 34623

#### ARTICLE IX -BY LAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the corporation's Not for Profit Law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefor in the bylaws.

#### ARTICLE X - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.


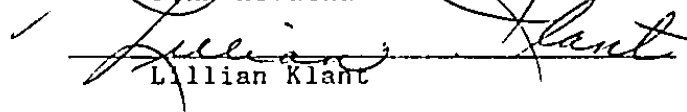
#### ARTICLE XI - DISSOLUTION

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

#### ARTICLE XII - AMENDMENT TO ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote, after approval by the Board. Amendments may be adopted by the vote of 75% of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, and including all the persons herein named as the subscribers of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida have executed these Articles of Incorporation this 6<sup>th</sup> day of April, 1996.

  
John McGatha  
  
Lillian Klant

STATE OF FLORIDA    )  
COUNTY OF PINELLAS )

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of April, 1996, by John McGatha and Lillian Klant who are personally known to me and they acknowledged to and before me

that they have executed the foregoing Articles of Incorporation  
for the purposes therein expressed.

NOTARY PUBLIC

sign

print



RAYMOND A. ARGYROS  
State of Florida  
My Comm. Exp. Aug. 2, 1998  
Comm. # 0088200

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes to the proper and complete performance of my duties.

*John M. Cathe*  
Registered Agent

FILED  
96 APR 10 AM 11:14  
TALLAHASSEE, FLORIDA

Law offices of:  
Raymond A. Argyros PA  
511 S. Paula Drive  
Dunedin, Fla 34698  
813-736-5155