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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
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STATE OF FLORIDA
409 EAST BAYVIEW STREET
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FROM: EMPIRE CORPORATE KIT COMPANY
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(((H96000001391))) DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION
NAME: THE SENIOR CITIZEN LEGAL CENTER, CHARTERED
FAX AUDIT NUMBER: H96000001391 CURRENT STATUS: REQUESTED
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ARTICLES OF INCORPORATION
FOR A PROFESSIONAL ASSOCIATION
OF

THE SENIOR CITIZEN LEGAL CENTER, CHARTERED

The undersigned natural person, competent and a Member of the Bar to practice law in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions under the Florida General Corporation Act and Section 621, Florida Professional Service Corporation Act of the Florida Statutes, does hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is: THE SENIOR CITIZEN LEGAL CENTER, CHARTERED.

ARTICLE II - PURPOSE

The general nature and purpose of business to be transacted, promoted and carried on by the corporation are as follows:

a. To engage in every aspect in the practice of law, and all its fields of specializations, especially but not limited to Elder Law, as are engaged in by Attorneys At Law.

b. To engage and render the professional services involved only through its officers, agents and employees who shall be Attorneys At Law in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

d. To engage in no other business other than the rendition of the professional services specified herein.

e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

Prepared By:

Philip L. Collier, Esq.
Collier & Rockman, P.A.
8500 S.W. 92 St.
Miami, FL 33156
305-279-9200
FL Bar # 114551

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ARTICLE III - CAPITAL STOCK

a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 500 (Five Hundred) shares of common stock at One Dollar (\$1.00) per share par value.

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c. Shares of the corporation's stock and certificates shall be issued only to Lawyers in good standing or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

ARTICLE IV - DURATION

The corporation shall have perpetual existence.

ARTICLE V -REGISTERED AGENT

The address of this corporation's initial registered office is 8500 S.W. 92 Street, Suite 106, Miami, Florida, 33156, and the principal office is 8500 S.W. 92 Street, Suite 106, Miami, Florida, 33156, and the name of its initial Registered Agent at said address is PHILIP L. COLLIER, 8500 S.W. 92 Street, Suite 106, Miami, Florida, 33156.

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ARTICLE VI - INCORPORATOR

The name and address of the Incorporator is as follows:

PHILIP L. COLLIER
9500 S.W. 92 Street, Suite 106
Miami, Florida 33156

ARTICLE VII - BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of one person. The number of directors may be increased or decreased from time to time by a resolution of the majority of the stockholders but shall never be less than one. The name and address of the initial director of the corporation is:

PHILIP L. COLLIER
9500 S.W. 92 Street, Suite 106
Miami, Florida 33156

ARTICLE VIII - INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE IX - SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE X - INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII - BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

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IN WITNESS WHEREOF, the undersigned Incorporation has executed these Articles of Incorporation in the State of Florida this 26 day of January, 1996.


PHILIP L. COLLIER,
Incorporator


PHILIP L. COLLIER,
Registered Agent

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared PHILIP L. COLLIER, who is to me known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have set my hand and seal at Miami, in Dade County, Florida, this 26 day of January, 1996.

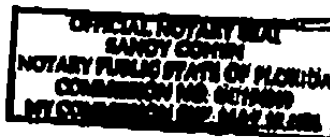

NOTARY PUBLIC

State of Florida at large

My commission expires:

Prepared by:

Philip L. Collier
Collier & Rockman, P.A.
8500 S.W. 92 Street, Suite 106
Miami, Florida 33156



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First--That THE SENIOR CITIZEN LEGAL CENTER, CHARTERED
desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the articles of incorporation,
at City of Miami, County of Dade
State of Florida, has named PHILIP L. COLLIER
located at 8500 S.W. 92 Street, Suite 106, Miami, Fl. 33156
City of Miami, County of Dade
State of Florida, as its agent to accept service of process within
this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above stated corporation, at place designated in this certificate,
I hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.



Registered Agent

PHILIP L. COLLIER

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