

P. 97000053774

LAW OFFICES
CONLEY & CLEARY
2401 MANATEE AVENUE WEST
BRADENTON, FLORIDA 34205
(941) 748-8778

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 17 AM 11:50

ROGER P. CONLEY
KENNETH W. CLEARY
D. ROBERT HOYLE
LORI M. DORMAN

TELECOPIER
(941) 745-2572

June 16, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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***122.50 ***122.50

Re: RETIREES HELPING RETIREES, INC.

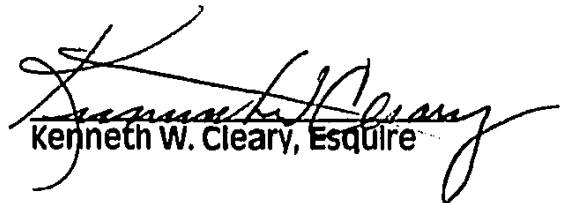
Gentlemen:

Please find enclosed duplicate originals of the Articles of Incorporation for the above, together with the certificate of designating the resident agent for same.

Also, please find enclosed a check in the amount of \$122.50, representing payment of the following:

1. \$35.00 - filing fee;
2. \$52.50 - filing fee for designation of resident agent;
3. \$35.00 - for certified copy of the Articles of Incorporation.

Very truly yours,


Kenneth W. Cleary, Esquire

KWC/as
Enclosures

D. BROWN JUN 18 1997

ARTICLES OF INCORPORATION

OF

RETIRES HELPING RETIRES, INC.

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The undersigned incorporators for the purpose of forming a corporation under Chapter 607, F.S.A. hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be **RETIRES HELPING RETIRES, INC.**

ARTICLE II - PRINCIPLE OFFICE

The principle place of business of the corporation and the mailing address of the corporation shall be 5220 44th Street East, Bradenton, Florida 34203.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock with a par value of \$5.00 per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered is: Kenneth W. Cleary and his address is 2401 Manatee Avenue West, Bradenton, Florida 34205.

ARTICLE V - PURPOSE OF THE CORPORATION

The general purposes of the corporation for which the corporation is organized is:

1. To provide retirees happy and active retirement for retiree members while said members carry out those functions which one is capable and willing to do while simultaneously "banking" hours for use in his or her needs and services, and also provide those social club activities provided usually by private social clubs;

2. To transact any and all lawful business for which corporations made be incorporated under the Florida Business Corporations Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation be advantageously carried on in connection with or auxiliary to the foregoing business and purpose;
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation shall consist of three (3) members. The names and address of each person who is to serve as a member of the initial board are: Jerry D. Camp 5220 44th Street East, Bradenton, Florida 34203; Justin D. Camp 5220 44th Street East, Bradenton, Florida 34203; and Nicole M. Thomas 5220 44th Street East, Bradenton, Florida 34203.

ARTICLE VII - INCORPORATORS

The name and address of the incorporators are Jerry D. Camp 5220 44th Street East, Bradenton, Florida 34203; Justin D. Camp 5220 44th Street East, Bradenton, Florida 34203; and Nicole M. Thomas 5220 44th Street East, Bradenton, Florida 34203.

ARTICLE VIII - DURATION

The term of existence of this corporation shall be perpetual. The time of commencement of corporate existence shall be simultaneous with the filing of these articles in the office of the Secretary of State for the State of Florida.

EXECUTED by the undersigned at Bradenton, Florida this the 11 day of
June, 1997.

Jerry D. Camp
JERRY D. CAMP, INCORPORATOR

Justin D. Camp
JUSTIN D. CAMP, INCORPORATOR

Nicole M. Thomas
NICOLE M. THOMAS, INCORPORATOR

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 11th day of
June, 1997, by JERRY D. CAMP, who is personally known to me or who has
produced valid Florida Driver License as identification
and who did/did not take an oath.

Angela Lynn Shawvan
Notary Public

Name: Angela Lynn Shawvan

My Commission Expires:

STATE OF FLORIDA
COUNTY OF MANATEE

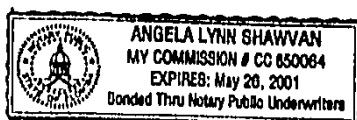


The foregoing instrument was acknowledged before me this 11th day of
June, 1997, by JUSTIN D. CAMP, who is personally known to me or who
has produced valid Florida Driver License as
identification and who did/did not take an oath.

Angela Lynn Shawvan
Notary Public

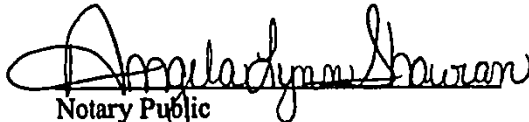
Name: Angela Lynn Shawvan

My Commission Expires:



STATE OF FLORIDA
COUNTY OF MANATEE

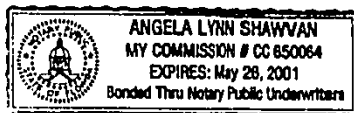
The foregoing instrument was acknowledged before me this 11th day of June, 1997, by NICOLE M. THOMAS, who is personally known to me or who has produced a valid Florida Driver License as identification and who did/did not take an oath.



Notary Public

Name: Angela Lynn Shawvan

My Commission Expires:



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

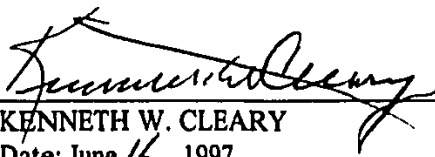
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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST - That **RETIREEES HELPING RETIREEES, INC.**, desiring to organize under the laws of the State of Florida with it principal office, is indicated in the Articles of Incorporation, at the City of Bradenton, County of Manatee, State of Florida, has named **JERRY D. CAMP**, **President** located at 5220 44th Street East, Bradenton, Florida 34203, County of Manatee, State of Florida, as its agent to accept service of process within said State.

ACKNOWLEDGMENT

Having been named as Register Agent and to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept the appointment as Register 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.


KENNETH W. CLEARY
Date: June 16, 1997