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06/29/05--01032--022 **78.75

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 7, 2005

TAX DEPARTMENT
PO BOX 29048
GLENDALE, CA 91209-9048

SUBJECT: ALL'S WELL, INC.
Ref. Number: W05000032696

We have received your document for ALL'S WELL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.," Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6890.

Jason Merrick
Document Specialist

Letter Number: 605A00045104

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TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ALL'S WELLS, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

TAX DEPARTMENT
(Name of Person)
ALL'S WELL, INC
(Firm/Company)
PO BOX 29048
(Address)
GLENDAL, CA 91209-9048
(City/State and Zip code)

For further information concerning this matter, please call:

KAREN PICKENS at (818) 240-8688 EXT 992011
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. ALL'S, WELL, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

ALL'S WELL PROFESSIONAL SERVICES CO.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. CALIFORNIA

(State or country under the law of which it is incorporated)

3. 95-4365413

(FEI number, if applicable)

4. 03/20/92

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1999 W 190th Street, TORRANCE, CA 90504

(Principal office address)

PO BOX 29048, GLENDALE, CA 91209-9048

(Current mailing address)

8. EMPLOYMENT SERVICES

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CORPORATION SERVICE COMPANY

Office Address: 1201 HAYS STREET

TALLAHASSEE

(City)

, Florida 32301

(Zip code)

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TALLAHASSEE, FLORIDA

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

by: _____

(Registered agent's signature)

Gregory A. Pappas, Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: JANICE BRYANT HOWROYD

Address: 1999 W 190TH STREET

TORRANCE, CA 90504

Vice Chairman: CARLTON BRYANT

Address: 1999 W 190TH STREET

TORRANCE, CA 90504

Director: TINA BRYANT

Address: 1999 W 190TH STREET

TORRANCE, CA 90504

Director: _____

Address: _____

B. OFFICERS

President: JANICE BRYANT HOWROYD

Address: 1999 W 190TH STREET

TORRANCE, CA 90504

Vice President: CARLTON BRYANT

Address: 1999 W 190TH STREET

TORRANCE, CA 90504

Secretary: TINA BRYANT

Address: 1999 W 190TH STREET, TORRANCE, CA 90504

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. _____

JANICE BRYANT HOWROYD

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of California
Secretary of State

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **23RD** day of **MARCH, 1992**, **ALL'S WELL, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of **June 22, 2005**.



BRUCE McPHERSON
Secretary of State

1818671

ARTICLES OF INCORPORATION
OF
ALL'S WELL, INC.

FILED
In the office of the Secretary of State
of the State of California

MAR 23 1992

Wrench Fox E
NOT FORG. EU. Secretary of State

ARTICLE 1

The name of this corporation is:

ALL'S WELL, INC.

ARTICLE 2

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporations Code.

ARTICLE 3

This corporation's initial agent for service of process is:

Carlton Bryant
18522 Hawthorne Boulevard
Torrance, California 90504

ARTICLE 4

The corporation is authorized to issue the following number of shares:

One Million Shares

Dated: March 20, 1992

Carolyn M. Yee
Carolyn M. Yee,
Incorporator

I declare that I am the person who executed the above Articles of Incorporation, and that this instrument is my act and deed.

Carolyn M. Yee
Carolyn M. Yee

AWI.1

