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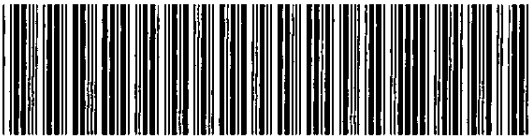
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2001 DEC 28 P 8:50

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COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Lifecare Ambassadors Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Damon C. Glisson Law Office
Name (Printed or typed)

5908 Fortune Pkce
Address

Apollo Beach, Fl. 33572
City, State & Zip

813 645-6796
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 29, 2007

DAMON C. GLISSON LAW FIRM
5908 FORTUNE PLACE
APOLLO BCH, FL 33572

SUBJECT: LIFECARE AMBASSADORS, INC.
Ref. Number: W07000058043

We have received your document for LIFECARE AMBASSADORS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

Please return the corrected original and one copy of 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) 245-6995.

Wanda Cunningham
Regulatory Specialist II
New Filing Section

Letter Number: 707A00067728

RECEIVED DEC 3 - 2007

ARTICLES OF INCORPORATION
OF
FLORIDA NONPROFIT CORPORATION

FILED
2007 DEC 28 A 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name of this corporation is **LIFECARE AMBASSADORS, INC**

ARTICLE II

CORPORATE NATURE

This is a nonprofit corporation, organized solely for general purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. providing an organization of professional individuals with exceptional core competency in elder care within one of the areas of Belief, Health or Estate so that such professionals may interact in the most ethical and efficient manner to deliver services to those members of the public who desire to live as independently as possible through their elder years.

ARTICLE V

AUTHORIZED CAPITAL STOCK

A. This corporation shall be authorized to issue **no** shares of stock.

ARTICLE VI

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, consisting of not less than three (3) persons. The number of Directors of the corporation shall be **3**, (**three**), provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a terms of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at **Tampa, Florida** on **August 1**, of each year at a location determined by the Board of Directors, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any certificate or other document filed under any provision of law which relates to action 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 the By-Laws 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 initial members of the Board of Directors are as follows:

<u>Name</u>	<u>ADDRESS</u>
Robert A. Martinez, Jr.	4413 Avenue Cannes Lutz, FL 33558-5336
Christina Deslandes	6068 3rd Ave. N. St. Petersburg, FL 33710
Warren Langer	1210 Del Webb Blvd. W Sun City Center, FL 33573

ARTICLE VII

EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors,

officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article IV hereof.

B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempt to influence legislation, publishing or distribution of statements any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation not for profit under the laws of the State of Florida or the Internal Revenue Code of 1954, as amended or regulations promulgated thereunder.

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VIII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liability of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious; or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

ARTICLE X

SUBSCRIBERS

The names and residence addresses of the Subscribers of this

corporation are as follows: (a minimum of one only is required)

<u>Name</u>	<u>Address</u>
Robert A. Martinez, Jr.	4413 Avenue Cannes Lutz, FL 33558-5336

ARTICLE XI

AMENDMENT OF BY-LAWS

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

ARTICLE XII

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to purposes set forth herein, 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 XIII

REGISTERED AGENT AND OFFICE

The corporation's principal street address and the address of the corporation's registered office shall be **4413 Avenue Cannes, Lutz, Florida 33558**, and the name of its registered agent at said address shall be **Robert A. Martinez, Jr.**

ARTICLE XIV

AMENDMENT TO ARTICLES

Amendment 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 in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscribers and Incorporators

of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 15th day of November 2007.

WITNESSED BY:

Damon C. Glisson
Damon C. Glisson

Robert A. Martinez, Jr.
Subscriber

Robert A. Martinez, Jr.
Registered Agent

STATE OF FLORIDA

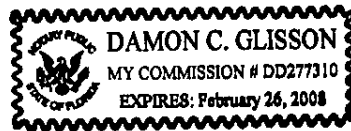
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, **Robert A. Martinez, Jr., 4413 Avenue Cannes, Lutz, FL 33558-5336**, to me well known to be the person described in and/or that I relied upon the following form of identification of the above-named person: Florida Driver's License and who executed the foregoing instrument, and he acknowledged before me the matters and things contained in the above and foregoing are true and correct, and that an oath was taken.

WITNESS my hand and official seal in the County and State last aforesaid this 15 day of November, A.D., 2007.

NOTARY SEAL

Damon C. Glisson
NOTARY SIGNATURE



PRINTED NOTARY SIGNATURE