N96000002651

Lorraine L. Belge
Requestor's Name

2318 Bridel Avenue
Address

Lakeland, FL 33803
City/State/Zip Phone #

[illegible]
-05/20/96--01022--001
****122.50 ****122.50
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (If known):

1. Professional Life Cycles Services, Inc.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

~~#96-9913~~

☐ Walk in ☐ Pick up time ______ ☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

	NEW FILINGS
X	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

~~185, 2295, 671~~

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

FILED
96 MAY 17 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R96-2111

Examiner's Initials	Dnic 5/9/96

CR2E031(1/95)

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 24, 1996

LORRAINE I. BELGE
2318 BRISTOL AVENUE
LAKELAND, FL 33803

The name PROFESSIONAL LIFE CYCLES SERVICES, INC. has been reserved for 120 days beginning April 24, 1996. The reservation number is R96000002111 and this reservation is **NONRENEWABLE.**

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Neysa Culligan   Letter number: 496A00019377

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 9, 1996

LORRAINE I. BELGE
2318 BRISTOL AVENUE
LAKELAND, FL 33803

SUBJECT: PROFESSIONAL LIFE CYCLES SERVICES, INC.
Ref. Number: W96000009913

We have received your document for PROFESSIONAL LIFE CYCLES SERVICES, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for $122.50.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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 (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 296A00022728

Thank you for your help — article VI has been changed to include another Director.

Also a check for $122.50 has been enclosed

ARTICLES OF INCORPORATION

OF

PROFESSIONAL LIFE CYCLES SERVICES, INC.

(A Corporation Not for Profit)

We, the undersigned hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, pursuant to the Florida Statutes applicable to corporations not for profit, and do agree to the following:

ARTICLE I

NAME

The name of this corporation shall be PROFESSIONAL LIFE CYCLES SERVICES, INC. The street address of the initial principal office is 2318 Bristol Avenue, Lakeland, Florida 33803.

ARTICLE IA

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 2120 Lakeland Hills Boulevard, Lakeland, Florida 33805, and the name of the initial registered agent of this corporation is Geraldyne H. Carlton, 2120 Lakeland Hills Boulevard, Lakeland, Florida 33805.

ARTICLE II

PURPOSES

The general nature of the object of this corporation is to

(A) promote and foster guardianship, or other services for disabled individuals or potentially disabled individuals; and to exercise any and all rights and privileges which are now or which may hereafter be conferred upon corporations organized pursuant to the non-profit corporation laws of the State of Florida, within the Limitation of Section 501 (c) (3) of the Internal Revenue Code of 1954 or any corresponding provision of future provisions of any future United States Internal Revenue Law.

(b) enter into at the option of the corporation, for the benefit of its employees, one or more of the following:

1. A pension plan
2. A profit sharing plan
3. A thrift and savings plan
4. Other retirement or incentive plans

ARTICLE III

MEMBERSHIP

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other person as, from time to time hereafter, may become members, by payment of dues prescribed by the bylaws. The manner of termination of membership in the corporation shall be as follows: upon vote of the Board of Directors or upon non-payment of dues.

ARTICLE IV

PERPETUAL EXISTENCE

This corporation is to exist perpetually.

ARTICLE V

SUBSCRIBERS

The name and residences of the subscribers to these Articles are:

NAME	RESIDENCE
Lorraine I. Belge	2318 Bristol Avenue Lakeland, Florida 33803
Danny H. Clark	2318 Bristol Avenue Lakeland, Florida 33803

ARTICLE VI

BOARD OF DIRECTORS

The business affairs of this corporation shall be managed by a Board of Directors. This corporation shall have three (3) or more directors initially. The number of directors may be increased from time to time, by the bylaws, but shall never be more than four (4).

The members of the Board of Directors shall be elected and hold office in accordance with the bylaws. The names and addresses of the persons who are to serve as Directors the ensuing year or until the first annual meeting of the corporation are:

NAME	ADDRESS
Lorraine I. Belge	2318 Bristol Avenue Lakeland, Florida 33803
Danny H. Clark	2318 Bristol Avenue Lakeland, Florida 33803
Renee Belge	2318 Bristol Avenue Lakeland, Florida 33803

ARTICLE VII

OFFICERS

The officers of the corporation shall consist of a president, secretary, treasurer, and such other offices as may be provided in the bylaws. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

OFFICE	NAME
President	Lorraine I. Belge
Secretary-Treasurer	Danny H. Clark

The officers shall be elected at the annual meeting of the Board of Directors or as provided in the bylaws. Any two or more offices except President and Secretary may be held by the same person.

ARTICLE VIII

BYLAWS

The Board of Directors of this corporation may provide such bylaws for the conduct of its business and carrying out of its purposes as they may deem necessary from time to time. Upon proper notice, the bylaws may be amended, altered or rescinded by majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX

AMENDMENTS

These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose by a majority vote of those present. Amendments may also be made at a regular meeting of membership upon notice given as provided by the bylaws, of intention to submit such amendments.

ARTICLE X

EARNINGS AND DISTRIBUTIONS

No part of the net earnings of the corporation shall inure to the benefit of, nor be distributable to any individual or member except that the Board of Directors may establish and authorize payment of reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth herein. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. 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 exempt from Federal Income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United State Internal Revenue Law) or (b) by a corporation, contribution to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XI

DISSOLUTION OF CORPORATION

The dissolution of the corporation may be authorized at a meeting of the board of directors by a majority vote of the directors then in office. The corporation may then dissolve by delivering to the Department of State for filing articles of dissolution setting forth the name of the corporation, the date of the adoption of such resolution by the board of directors, the number of directors then in office and the vote for the resolution.

ARTICLE XII

PLAN OF DISTRIBUTION OF ASSETS

The plan of distribution of assets provides that:

(a) All liabilities and obligations of the corporation be paid and discharged, or adequate provision be made therefor;

(b) Assets held by the corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, be returned, transferred, or conveyed in accordance with such requirements;

(a) Assets received and held by the corporation subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational, or similar purposes, but not held upon a condition requiring return, transfer, or conveyance by reason of the dissolution, be transferred or conveyed to one or more domestic or foreign corporation, trusts, societies, or organizations engaged in activities substantially similar to those of the dissolving corporation.

(d) Other assets, if any, be distributed in accordance with the provisions of the articles of incorporation or the bylaws to the extent that the articles of incorporation or the bylaws determine the distributive rights of members, or any class or classes of members, or provide for distribution to others; and

(e) Any remaining assets be distributed to such persons, trusts, societies, organization, or domestic not-for-profit corporation.

(f) All distribution of assets hereunder comply with the distribution of assets for one or more exempt purposes, pursuant to Section 501 (c) (3) of the Internal Revenue Code.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 6th day of May, 1996, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

Lorraine I. Belge

Lorraine I. Belge

Danny H. Clark

Danny H. Clark

STATE OF FLORIDA

COUNTY OF POLK

Before me, a Notary Public duly authorized to take acknowledgements, personally appeared LORRAINE I. BELGE, and DANNY H. CLARK to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation as their free act and deed.

WITNESS my hand and official seal in the County and State named above this 6th day of May, 1996.

Charlotte A. Ives

CHARLOTTE A. IVES

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:

4-4-98

CHARLOTTE A IVES
My Commission CC361248
Expires Apr. 04, 1998
Bonded by ANB
800-852-5878

FILED

96 MAY 17 PM 3:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I futher agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Geraldyne H. Carlton

Geraldyne H. Carlton

REGISTERED AGENT

DATE: May - 6 -, 1996

STATE OF FLORIDA

COUNTY OF POLK

The foregoing instrument was acknowledged before me this 6th day of May, 1996 by Geraldyne H. Carlton, who is personally known to me or who has produced ______________ as identification.

Charlotte A. Ives

Notary Public

Charlotte A. Ives

Notary name (Typed or Printed)

Commission No. CC361248

CHARLOTTE A IVES
My Commission CC361248
Expires Apr. 04, 1998
Bonded by ANB
800-852-5878

N96000002651

FILED
96 NOV -7 AM 9:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

October 1, 1996

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

Attention: Amendment Division

Re: Change of Name of Professional Life Cycles
Document # N96000002651
to All Seasons Life Services

300001963843
-10/03/96--01048--003
*****35.00 *****35.00

Gentlemen:

Please find enclosed an ARTICLE OF AMENDMENT OF INCORPORATION for Professional Life Cycles Services Inc.

Also enclosed is a copy of the Incorporation certification dated May 17, 1996.

I appeciate your facilitation of this matter.

Lynn Turly whom I spoke to stated that I could have an attorney help me submit a correct amendment. If this enclosed amendment is not correct, please advise and use my $35.00 to reserve my name and furnish me with a correct format. Thank you.

Sincerely,

Lorraine I. Belge

Lorraine I. Belge,
President and authorized agent for PLCS, Inc.

encls. address see next pg.

~~W96-21331~~

N/C

VS NOV 14 1996

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 10, 1996

LORRAINE I. BELGE
PROFESSIONAL LIFE CYCLES SERVICES, INC.
2318 BRISTOL AVE.
LAKELAND, FL 33803

SUBJECT: PROFESSIONAL LIFE CYCLES SERVICES, INC.
Ref. Number: N96000002651

We have received your document for PROFESSIONAL LIFE CYCLES SERVICES, INC. and your check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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 (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 496A00046200

941-

PROFESSIONAL LIFECYCLES SERVICES, INC.
2120 Lakeland Hills Blvd.
Lakeland, Florida 33805

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Attention: Ms. Velma Shepard
Corporate Specialist

Re: Number N 96000002651
Professional Life Cycles Services, Inc.
Name Change to All Seasons Life Services, Inc.

Dear Ms. Shepard:

In response to your letter dated October 10, 1996, I have enclosed a highlighted copy of the name change amendment indicating that the two reasons for returning it were addressed in the amendment. This amendment was constructed in accordance with F.S. 617.01201 pursuant to consultation with the corporate attorney, Mrs. Geraldine Carlton of the above same address.

I hope that this will help in processing this amendment as quickly as possible. I have also enclosed a check in the amount of $52.50 to cover the issuance of a certified copy of the amendment.

Thank you for your help in this matter.

Respectfully submitted,

Lorraine I. Belge Ph.D.

Lorraine I. Belge, President

10/15/96

60

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 21, 1996

LORRAINE I. BELGE
PROFESSIONAL LIFE CYCLES SERVICES, INC.
2318 BRISTOL AVE.
LAKELAND, FL 33803

SUBJECT: PROFESSIONAL LIFE CYCLES SERVICES, INC.
Ref. Number: N96000002651

We have received your document for PROFESSIONAL LIFE CYCLES SERVICES, INC. and your check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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 (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 196A00048337

PROFESSIONAL LIFE CYCLES SERVICES, INC.
2120 Lakeland Hills Boulevard
Lakeland, Florida 33805
Phone 941/688-5700

November 6, 1996

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

Attention: Ms. Velma Shepard
Corporate Specialist

Re: Name Change of Professional Life Cycles
Reference Number N 96000002651
to **ALL SEASONS LIFE SERVICES, INC.**
Letter Number 196A00048337

Dear Ms. Shepard:

I hope that the amendment is now in accordance with your requirements. Thank you for your assistance.

Sincerely,

Lorraine L. Belge Ph. D.

Lorraine L. Belge
President and authorized Agent for PLCS, Inc.

ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION OF
PROFESSIONAL LIFE CYCLES SERVICES, INC.

FILED
96 NOV -7 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617. of the State General Corporation Act, the undersigned Corporation adopts the following Articles of Amendments to its Articles of Incorporation.

1. The name of the Corporation is presently Professional Life Cycles Services, Inc.

2. The following amendment to the Articles of Incorporation was adopted by the Board of Directors of the Corporation on October 1, 1996, in the manner prescribed by the Florida Not for Profit Corporation Act:

a. Article I is amended to read:

The name of the Corporation shall be

ALL SEASONS LIFE SERVICES, INC.

The remainder of Article I and all other Articles remain unchanged. The number of votes cast for the amendment was sufficient for approval. There are no members or members entitled to vote on the amendment.

Adopted by Lorraine I. Belge, President and Danny H. Clark, Vice President this 1st day of October, 1996.

IN WITNESS WHEREOF, the subscriber executed these Articles of Amendment to the Articles of Incorporation this 1st day of October, 1996.

Witness:

Lynette S. Fortell

Lanon C. Barnett

Lorraine I. Belge

Lorraine I. Belge, President

Danny H. Clark

Danny H. Clark, V.President