

198000004766

MARIE BLANTON

2710 Sanger Terrace
Deltona, Florida 32738
904-532-2075

January 15, 1997

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****131.25 ****131.25

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: WATCHING OVER YOU, INC. - Filing of Articles of Incorporation

Gentlemen:

Enclosed is an original and one (1) copy of the Articles of Incorporation for Watching Over You, Inc., together with my check in the amount of \$131.25 representing the filing fee, the fee for designation of registered agent, the fee for return of a certified copy of these articles and the fee for certification under seal. Please file these articles and return a certified copy of the same to me in the envelope provided for your convenience.

In the interim, should you have any questions or need further information regarding the enclosed, please do not hesitate to contact me at the number shown above. Thank you for your attention to this matter.

Very truly yours,

Marie Blanton

Marie Blanton

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 27 PM 12:30

MB/j
Enclosures (check)

97/1/31/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 19, 1998

MARIE BLANTON
2710 SANGER TERRACE
DELTONA, FL 32738

SUBJECT: WATCHING OVER YOU, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT P97000009738 corporation. Please be advised, we have corrected our records to reflect this corporation as a NON-PROFIT corporation and assigned new document number N98000004766 with the original file date of January 27, 1997.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
Doris McDuffie
Corporate Specialist Supervisor
New Filings Section

Letter number: 898A00043050

ARTICLES OF INCORPORATION
OF
WATCHING OVER YOU, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 27 PM 12:30

The undersigned, being of legal age and a natural person, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation not for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is "**WATCHING OVER YOU, INC.**" (hereinafter referred to as the "Corporation"). The principal office and mailing address of the Corporation is 2710 Sanger Terrace, Deltona, Florida 32738.

ARTICLE II

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and registered agent of the Corporation in this state is 2710 Sanger Terrace, Deltona, Florida 32738 and the name of the initial registered agent of the Corporation at that address is Marie Blanton.

ARTICLE III

PURPOSE

The Corporation is organized and incorporated for the purpose of transacting any or all lawful business not for pecuniary profit for corporations organized under the Florida Not For Profit Corporation Act of the State of Florida.

ARTICLE IV

INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) directors initially. The number of directors may either be increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than three.

The names and addresses of the initial board of directors are as follows:

Marie Blanton
2710 Sanger Terrace
Deltona, FL 32738

Gloria Sciacca
2710 Sanger Terrace
Deltona, FL 32738

Melissa Vlaun
11730 NW 41st Street
Sunrise, FL 33323

ARTICLE V

CORPORATE POWERS

The Corporation shall have all corporate powers as provided for in Florida Statutes Section 617.0302.

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is: Marie Blanton, 2710 Sanger Terrace, Deltona, Florida 32738

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15th day of January, 1997.

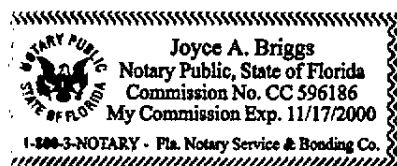

MARIE BLANTON
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 15th day of January, 1997 by MARIE BLANTON, who is personally known to me.


Notary Public - State of Florida

My Commission Expires:



**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

WATCHING OVER YOU, INC., desiring to organize under the laws of the State of Florida, which will have its principal office in Deltona, Florida, has named MARIE BLANTON, whose address is 2710 Sanger Terrace, Deltona, Florida 32738, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for WATCHING OVER YOU, INC., at the place designated in this Certificate, I hereby acknowledge that I am familiar with, and accept, the obligations of serving as the Registered Agent for the Corporation and agree to comply with the applicable provisions of the Florida Statutes.

Dated this 15th day of January, 1997.


MARIE BLANTON
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 27 PM 12:30