

PO0000107335

WORK AT HOME AND LOVE IT, INC.
4504 Summer Cove Drive East, Suite 224
Sarasota, Florida 34243-4973
www.WorkAtHomeAndLoveIt.Net

VIA U.P.S. NEXT-DAY AIR

October 26, 2000

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

700003444257--7
-10/30/00--01131--016
*****78.75 *****78.75

Re: **Articles of Incorporation**
Work At Home And Love It, Inc.

To Whom it may concern:

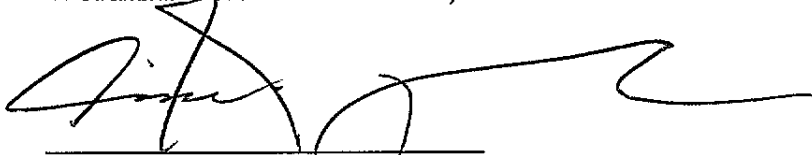
Please find enclosed herewith Articles of Incorporation for the above-referenced new corporation. Also enclosed is a check in the amount of \$78.75 for the filing fee, registered agent designation and to request a certified copy of the Articles.

Copies of the Articles and a pre-addressed, stamped envelope also is enclosed for return of the certified Articles.

Thank you for your assistance with this matter.

Very truly yours,

WORK AT HOME AND LOVE IT, INC.



By: Daniel J. DeMay
Vice President

DJD/
Enclosures

FILED
00 NOV 16 PM 4: 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Feb 11/16

W-26141



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 31, 2000

DANIEL J DEMAY
4504 SUMMER COVE DRIVE EAST STE 224
SARASOTA, FL 34243-4973

SUBJECT: WORK AT HOME AND LOVE IT, INC.
Ref. Number: W00000026141

We have received your document for WORK AT HOME AND LOVE IT, 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 designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

Please return the 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) 487-6926.

Gina Bullock
Document Specialist

Letter Number: 400A00056652

FILED
00 NOV 16 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
WORK AT HOME AND LOVE IT GROUP, INC.

THE UNDERSIGNED SUBSCRIBERS TO these Articles of Incorporation, who are natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

Name

The name of the corporation shall be **Work At Home And Love It Group, Inc.**

ARTICLE II

Principal Office and Mailing Address

The initial physical address and mailing address of the principal office of this corporation shall be as follows; with the privilege, however, of having branch offices or places of business at any other place or places within or without the State of Florida or in foreign countries:

4504 Summer Cove Drive East, Suite 224
Sarasota, Florida 34243-4973

ARTICLE III

Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

ARTICLE IV

Capital Stock

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 100 shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors.

ARTICLE V

Existence of Corporation

This corporation shall have perpetual existence unless sooner dissolved pursuant to law.

ARTICLE VI

Registered Office and Registered Agent

The initial Registered Office and the initial Registered Agent of this corporation shall be as follows; provided, however, that this corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law:

Daniel J. DeMay, Esquire
Brown Clark, P.A.
1819 Main Street, Suite 500
Sarasota, Florida 34236-5975

ARTICLE VII

Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than ten (10) members, the exact number of directors to be fixed from time to time by the stockholders or the bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and

things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII

Initial Board of Directors

The initial Board of Directors of this corporation shall consist of two members, such members to hold office until his or her successor has been duly elected and qualify. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Cindy L. DeMay	4504 Summer Cove Drive East, Suite 224 Sarasota, Florida 34243-4973
Daniel J. DeMay	4504 Summer Cove Drive East, Suite 224 Sarasota, Florida 34243-4973

ARTICLE IX

Initial Officers

The names and addresses of the initial officers of this corporation shall be as follows; provided, however, that this corporation shall have the right to change such officers from time to time, as provided by law:

President

Cindy L. DeMay
4504 Summer Cove Drive East, Suite 224
Sarasota, Florida 34243-4973

Vice President / Secretary / Treasurer

Daniel J. DeMay
4504 Summer Cove Drive East, Suite 224
Sarasota, Florida 34243-4973

ARTICLE X

Bylaws

A. The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by the stockholders, and the stockholders may prescribe in any bylaw made by them that such bylaw shall not be altered, amended or repealed by the Board of Directors.

B. The bylaws of this corporation shall be for the government of this corporation and may contain any provision or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE XI

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation for the uses and purposes therein stated.

DATE: 10/25/2000

Cindy L. DeMay
Cindy L. DeMay
President

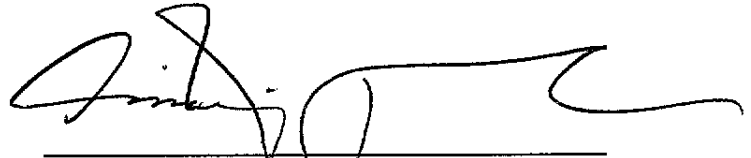
DATE: OCTOBER 25, 2000

Daniel J. DeMay
Daniel J. DeMay
Vice President / Secretary / Treasurer

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

IN CONFORMANCE WITH §§ 48.091 and 607.0505, Florida Statutes, the undersigned, having been named as Registered Agent to accept service of process for the above-named corporation, at the Registered Office designated in these Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the aforementioned statutes.

DATED THIS 25th day of October, 2000.



Daniel J. DeMay, Esquire

FILED
00 NOV 16 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA