

P02000096793

August 26, 2002

LISA GOTTFRIED
9728 Vineyard Ct
Boca Raton FL 33428-4347

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

8000007513078--3
-09/04/02--01044--004
*****78.50 *****78.50

RE: Certificate of Incorporation
LOVE MY NANNY, INC.

Dear Sir/Madam:

Enclosed please find original and one (1) copy of Certificate of Incorporation for LOVE MY NANNY, INC. Enclosed please find check payable to your order in the amount of seventy eight and 75/100 (\$78.75) dollars for the filing of the enclosed Certificate of Incorporation with the Secretary of State.

Upon filing of the enclosed, please return a certified copy of same to the undersigned in the envelope provided.

Thank you for your attention.

Very truly yours,

Lisa Gottfried
LISA GOTTFRIED

EFFECTIVE DATE
08-28-02

FILED
02 SEP -4 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FL 32314

8/9/9

ARTICLES OF INCORPORATION
OF
LOVE MY NANNY, INC.

The undersigned does hereby sign this Certificate of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I
(Name)

The name of the corporation shall be: LOVE MY NANNY, INC.

ARTICLE II
(Duration)

The corporation shall have perpetual existence.

ARTICLE III
(Purpose)

In general, to carry on any other business with all powers conferred upon corporations by the laws of the State of Florida.

ARTICLE IV
(Address)

The principal office of this corporation shall be located at: 9728 Vineyard Court, Boca Raton, FL 33428.

ARTICLE V
(Capital Stock)

The maximum number of shares of common stock that the corporation is authorized to issue is One Thousand (1,000) shares of One Dollar (\$1.00) par value per share common stock.

ARTICLE VI
(Corporate Existence)

The date when the corporation existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereon, and are subsequently approved by the Secretary of State and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved.

FILED
02 SEP -4 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
08-28-08

ARTICLE VII
(Directors)

The name and street address of the first Board of Directors who shall hold office for the first year of the corporation's existence, or, until their successors are elected or appointed and have qualified, is as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
LISA GOTTFRIED	9728 Vineyard Court Boca Raton, FL 33428

There shall be not less than one (1) director.

ARTICLE VIII
(Incorporator)

The name and street address of each subscriber to this Certificate of Incorporation is as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
LISA GOTTFRIED	9728 Vineyard Court Boca Raton, FL 33428

ARTICLE IX
(Initial Registered Office and Agent)

The street address of the initial registered office of this corporation and the initial Registered Agent is as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
LAWRENCE M. WEISBERG, ESQ.	6877 SW 18 th STREET, #141 Boca Raton, FL 33433

ARTICLE X
(Indemnification)

Provided that the person proposed to be indemnified is not shown to have not satisfied the requisite standard of conduct for permissive indemnification by a corporation as specifically set

forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850 (1) and (2) of the Florida Statutes), as may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against all of the expenses and liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to any action in any other capacity while an officer, director, employee or agent. The indemnification provided herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

ARTICLE XI
(Powers)

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act

ARTICLE XII
(Amendment)

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

ARTICLE XIII
(Bylaws)

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal a Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30th day of August 2002.

Lisa Gottfried
Name
Subscriber LISA GOTTFRIED
Date: August 26, 2002

STATE OF FLORIDA)
S.S.:
COUNTY OF ~~DADE~~)

PAUL BERRY

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County above named to take acknowledgments, personally appeared Jana Gottfried to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to those Articles of Incorporation.

August WITNESS my hand and seal in the County and State named above this 30th day of 2002.

My Commission Expires:

SUSAN E. RUBY



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

LOVE MY NANNY, INC.
Names Lawrence M. Weisberg, Esq. as Registered Agent

FILED
02 SEP -4 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That LOVE MY NANNY, INC. organized under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Coral Springs, County of Broward, state of Florida, has named Lawrence M. Weisberg, Esq., of the Law Offices of Lawrence M. Weisberg, P.A. located at 6877 SW 18th Street, Suite 141, Boca Raton, FL 33433, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated: August 26, 2002

By: 

Registered Agent