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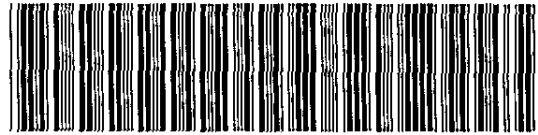
(Business Entity Name)

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FEB 13 2006  
FBI - PHOENIX

CB 2-13-06

## COVER LETTER

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

SUBJECT: Nanny's Sitters, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of  
Status

ADDITIONAL COPY REQUIRED

FROM: Carol J. Roberts  
Name (Printed or typed)

832 Boulevard DeL'Orleans  
Address

Mary Esther, FL 32569  
City, State & Zip

(850) 581-1594  
Daytime Telephone number

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

FILED  
06 FEB 20 11 51 AM  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 31, 2006

Lloyd and Betty Kent  
252 Ewing Court  
Fort Walton Beach, Florida 32548

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Dear Gloria,

We were informed that along with the Articles of Dissolution, we needed to assure the Division of Corporations that we have no intentions of continuing to do business as Nanny's Sitters, Inc. now or in the future. We will not engage in any business related to or the same as Nanny's Sitters, Inc. If you have any questions, please feel free to call me at (850) 863-1668. Thank you for your help in this matter.

Sincerely,

  
Lloyd Kent

  
Betty Kent

ARTICLES OF INCORPORATION

OF

NANNY'S SITTERS, INC.

FILED  
95 FEB 10 11 34 AM  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, 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 is NANNY'S SITTERS, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business of the corporation and the objects and purposes proposed to be transacted and promoted or carried on by it are as follows:

- a. Engage in any and all business activities legal in the State of Florida.
- b. To buy, sell, lease, own, improve, mortgage or otherwise acquire, hold and dispose of land and property, real, or personal and mixed, for the purpose of engaging in any activity or business permitted under the laws of the United States and of this state or any other state or nation.
- c. To buy, sell, lease, own, improve, mortgage, develop or otherwise deal in lands and property, real, personal and mixed of all kinds and natures as well as chattels, choses in action, notes, and to carry on any business, trade or merchantile activity incidental thereto or connected therewith and to maintain any kind of and all services and facilities incident, suitable and convenient thereto, and engage in any business which may be profitable to the operation of this corporation, not in conflict with the laws of the State of Florida, the United States, or any other state in which this corporation engages in interstate commerce.
- d. To purchase, lease, exchange, and otherwise acquire any and all rights, permits, privileges, franchises, licenses, trademarks, patents and concessions suitable and convenient for the purpose of this corporation.
- e. To conduct and transact in any of the States, Territories, Colonies, or Dependencies of the United States and in any and all foreign countries, to have one or more officials therein and therein hold, purchase, mortgage

convey real and personal property without limit or restriction except as imposed by local laws.

- f. To endorse, assume, insure or guarantee any contract, obligation, bond, note, mortgage or other evidence of indebtedness.
- g. To acquire by purchase, original subscription, or otherwise, stocks, bonds, or other obligations or any persons, firms, corporations, partnerships or unincorporated associations and to guarantee, hold, and hypothecate, or dispose of same. The Corporation may form a merger or consolidate with a corporation incorporated under the laws of this jurisdiction or any other jurisdiction wherever any may enter into general or limited partnerships, joint ventures, syndicates or other business forms in order to carry out the purposes of the corporation.
- h. To enter into contracts and to borrow money, with or without security; to execute mortgages and collateral trust indentures, and to execute and issue bonds, mortgages, notes, certificates and collateral trust notes secured by all or any of the assets of the corporation.
- i. The corporation shall possess all of the rights, powers, and privileges granted corporations under the laws of the State of Florida and any State in which said corporation shall operate. Said power shall include but not be limited to the power to indemnify directors, officers, employees and agents for any liability which may be imposed upon any of them as a result of so serving.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is TWELVE THOUSAND FIVE HUNDRED (12,500) of common stock having a nominal or par value of ONE DOLLAR (\$1.00) per share, which such stock shall have the entire voting power of this corporation.

The stock may be issued by the corporation from time to time to such persons, firms or corporations as the majority of the Board of Directors may indicate. The consideration to be paid for such stock shall be determined by the majority of the Board of Directors from time to time, and shall be paid in lawful currency of the United States, or may be paid in property, past services, or other consideration determined by the majority of the Board of Directors to be at least equal to the value of the shares issued thereof.

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ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually, which said existence shall commence of the date of issuance of this corporation charter.

ARTICLE V. ADDRESS

The initial address of the principal office of this corporation in the State of Florida is: 832 Boulevard De L'Orleans, Mary Esther, Florida 32569.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation in the State of Florida is: 832 Boulevard De L'Orleans, Mary Esther, Florida 32569.

ARTICLE VII. BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors of the corporation. The initial board shall consist of Two (2) Directors, whose names and addresses are as follows:

Carol J. Roberts  
832 Boulevard De L'Orleans  
Mary Esther, Florida 32569

Christine A. Bendus  
401 Peregrine Court  
Mary Esther, Florida 32569

The number of directors shall be fixed, as in the manner provided therein, by the By-Laws of this corporation, which may increase or decrease the number of members of said Board, but in no case shall the Board of Directors be less than one (1) director.

#### ARTICLE VIII. INITIAL OFFICERS AND SUBSCRIBERS

The names and street addresses of the President and Secretary-Treasurer, the names of all subscribers to the Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof are:

CAROL J. ROBERTS 832 Boulevard De L'Orleans Mary Esther, Florida 32569	President	400 shares
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CHRISTINE A. BENDUS 401 Peregrine Court Mary Esther, Florida 32569	Secretary-Treasurer	100 shares
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#### ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

#### ARTICLE X. BY-LAWS

Both the Officers and/or the Shareholders shall have the power to adopt, alter, amend or repeal the By-Laws of this corporation.

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

IN pursuance to Chapter 48.081, Florida Statutes, the following is submitted,  
in compliance with said act:

FIRST: That NANNY'S SITTERS, INC. desiring to organize under the laws  
of the State of Florida, with its principal office as indicated in the Articles of  
Incorporation in Mary Esther, Florida, has named CAROL J. ROBERTS, 832  
Boulevard De L'Orleans, Mary Esther, Florida 32569, as its agent to accept service  
of process within this State.

ACKNOWLEDGEMENT:

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

Carol J. Roberts  
CAROL J. ROBERTS  
Registered Agent and  
Incorporator

FILED  
JAN 10 11 51 AM '12  
TALLAHASSEE, FLORIDA



Carol J. Roberts  
CAROL J. ROBERTS

Christine A. Bendus  
CHRISTINE A. BENDUS

STATE OF FLORIDA

COUNTY OF OKALOOSA

This day personally appeared before me, CAROL J. ROBERTS and CHRISTINE A. BENDUS, to me known and known by me to be the persons described in and who executed the foregoing Articles of Incorporation, and they acknowledged that they executed the same subscribed to the same for the purposes therein stated.

WITNESS my hand and official seal, in the State and County aforesaid, this the 31 day of January, 2006.

Lorraine Robison  
NOTARY PUBLIC

My commission expires:

