

PID0000095300

**CHANCES ENTERPRISES, INC.**  
**2 PINE COURT PLACE**  
**SILVER SPRINGS SHORES**  
**OCALA, FL 34472-8048**

(City/State/Zip/Phone #)

☐

PICK-UP

☐

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MAIL

(Business Entity Name)

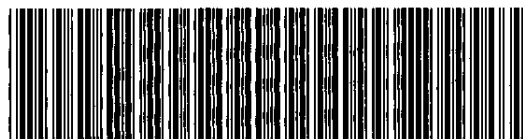
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 15, 2010

CHANCES ENTERPRISES, INC.  
2 PINE COURT PLACE  
SILVER SPRINGS SHORES, FL 34472-9048

SUBJECT: ANGELS TOUCH HOME CAREGIVERS OF FLORIDA, INC.  
Ref. Number: W10000053396

We have received your document for ANGELS TOUCH HOME CAREGIVERS OF FLORIDA, INC. and your check(s) totaling \$70.00. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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

Please return the corrected 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) 245-6921.

Maryanne Dickey  
Regulatory Specialist II Supervisor  
New Filing Section

Letter Number: 310A00026705

**ARTICLES OF INCORPORATION  
OF  
ANGELS TOUCH HOME CAREGIVERS OF MARION COUNTY, INC.**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

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TALLAHASSEE FLORIDA

**ARTICLE I  
CORPORATE NAME**

The name of this corporation is Angels Touch Home Caregivers of Marion County, Inc.

**ARTICLE II  
INITIAL PRINCIPAL OFFICE**

The principal and mailing addresses of the corporation's initial principal office are:

543 Silver Course Run  
Ocala, FL 34472-2270

**ARTICLE III  
SHARES**

The total number of shares which the corporation shall have authority to issue is 1,000 shares of \$0.01 par value common stock.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Juliet A. Stephens  
543 Silver Course Run  
Marion County  
Ocala, FL 34472-2270

## **ARTICLE V PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

## **ARTICLE VI DIRECTORS**

The names and mailing addresses of the persons constituting the initial board of directors/officers are:

Juliet A. Stephens, President / Secretary / Treasurer  
543 Silver Course Run  
Ocala, FL 34472-2270

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

## **ARTICLE VII LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

**ARTICLE VIII  
OTHER PROVISIONS**

**Preemptive Rights.** The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

**Director or Officer Interest.** In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.


**Stock Transfer Restriction.** No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

**Corporate Seal.** The corporation shall have no corporate seal.

**Execution of Written Instruments.** All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

**Certification**

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

  
Juliet A. Stephens, Incorporator  
543 Silver Course Run  
Ocala, FL 34472-2270

10/01/10  
Date

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TALLAHASSEE, FLORIDA

**CERTIFICATION OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

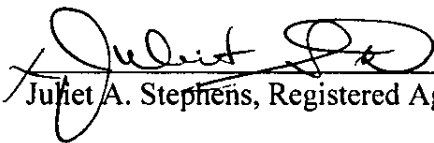
**ANGELS TOUCH HOME CAREGIVERS OF MARION COUNTY, INC.**

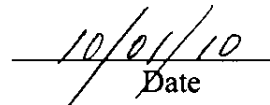
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**10 NOV 22 AM 9:03**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above Corporation, organized under the laws of the State of Florida with its Registered Office, as indicated in the Articles of Incorporation at 543 Silver Course Run, Ocala, FL 34472-2270 has named Juliet A. Stephens, located at the aforesaid address, as its Registered Agent to accept service of process within this State.

Having been named as registered agent, and to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to act in this capacity. I further agree to comply with the provisions of all Statutes, relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
Juliet A. Stephens, Registered Agent

  
Date