

8767 Greypark Ave,
Sarasota

Fl. 34238

S. 28. 99

P9900005/453

Dear Sirs,
We wish to incorporate We'll Take
Care of That Inc.

Please find enclosed signed articles
of Incorporation together with check for
seventy dollars which you quoted to me
as the fee.

Thank you,

M. Lichter-Gold.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUN 08 1999

**Articles of Incorporation of
WE'LL TAKE CARE OF THAT, INC.**

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation. A corporation organized under the laws of the State of Florida, and all rights and obligations of the undersigned as incorporator and those of the corporation, are to be determined with the laws of the State of Florida.

ARTICLE I

The Name if the corporation shall be:
WE'LL TAKE CARE OF THAT, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principle place of business and mailing address of this corporation shall be:
770 Shadow Bay Way
Osprey, Florida 34229

ARTICLE IV

The general nature of the business, objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz.:

- 1) Transact any and all lawful business.
- 2) Said corporation shall further have powers:
 - To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;
 - To have corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
 - To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any other interest therein, wherever situated;

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- To sell, convey, mortgage, pledge, create, a security interest in, lease, exchange, transfer, and otherwise dispose of any part of its property and assets;
- To lend money to, and use credit to assist, its officers and employees in accordance with Florida Statute S607.141;
- To purchase, take, receive, subscribe for, or otherwise acquire, own, hold vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use in and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or any other government district, or municipality or of any other instrumentality thereof;
- To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;
- To lend money for its corporate purposes, invest and reinvest its funds, and take hold of real and personal property as security of the payment of funds do loaned or invested;
- To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;
- To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;
- To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, and for the administration;
- To make donations for the public welfare or for charitable, scientific purposes;
- To transact any and all lawful business which the Board of Directors shall find will be in aid of governmental policy;
- To pay pensions and establish plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers and employees, and for any or all of the directors, officers, and employees of its subsidiaries;
- To be promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.
- To have and exercise all powers necessary or convenient to effect its purposes;

- To identify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute S607.104;

ARTICLE V

The aggregate number of shares this corporation shall have authority to issue is the total sum of 2 shares, having a par value of \$ 1.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

Share of Stock in this corporation shall not be transferred or sold until the sale or transfer has been reported to and approved by the Board of Directors.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

Maureen Crichton-Gold
8767 Grey Oaks Avenue
Sarasota, FL 34238

ARTICLE VII

The initial Board of Directors shall consist of a total of two (2) persons and the name and address of the persons who are to serve as initial directors are:

Linda Clark
8499 S Tamiami Trail S#246
Sarasota, FL 34238

Maureen Crichton-Gold
8767 Grey Oaks Avenue
Sarasota, FL 34238

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation shall be:

Maureen Crichton-Gold
8767 Grey Oaks Ave.
Sarasota, FL 34238

The undersigned has executed these Articles of Incorporation this 28th day of May 1999.

Maureen Crichton-Gold
INCORPORATOR

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Having been named as Registered Agent and to accept due process for the above stated corporation at the place designated in the Articles of Incorporation, 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 relation to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

LM Calkins-Gold
Registered Agent

5. 28. 99.
Date

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TALLAHASSEE, FLORIDA