

P99000/105941

Requester's Name

Address

100003048541--0  
-11/18/99-01048-019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Office Use Only

ENT NUMBER(S), (if known):

FROM

NANNIES - Jo. Go

6320 S.W. 90th Ave

Miami FL 33123

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☐ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

**NEW FILINGS**

**AMENDMENTS**

☐ Profit

☐ Not for Profit

☐ Limited Liability

☐ Domestication

☐ Other

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

**OTHER FILINGS**

**REGISTRATION/QUALIFICATION**

☐ Annual Report

☐ Fictitious Name

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

K. Rolfe DEC 7 1999

W-26853

CR2E031(7/97)

Examiner's Initials

99 DEC -6 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

November 22, 1999

NANNIES TO GO, INC./JO ANN W. COWAN  
6320 S.W. 90TH CT.  
MIAMI, FL 33173

SUBJECT: NANNIES TO GO, INC.  
Ref. Number: W99000026853

We have received your document for NANNIES TO GO, 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 registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6929.

Shannon Thompson  
Document Specialist

Letter Number: 399A00055877

ARTICLES OF INCORPORATION

OF

NANNIES-TO-GO, INC.

ARTICLE I - NAME

The name of the corporation is:

NANNIES TO GO, INC.

ARTICLE II- PRINCIPAL PLACE OF BUSINESS

The street address of the initial principal office of this corporations is : 6320 S.W. 90<sup>th</sup> Court, Miami, Florida 33173 and the mailing address of the corporation is 6320 S.W. 90<sup>th</sup> Court, Miami, Florida, 33173

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 6320 S.W. 90<sup>th</sup> Court, Miami, Florida, 33173 and the name of the initial registered agent is JO ANN W. COWAN.

ARTICLE V - DURATION

The corporation shall have perpetual existence.

ARTICLE VI- PURPOSE

This corporation is organized for the following purposes:

- a: To provide a referral service for the placement of temporary employees, including nannies, babysitters, neonatal caregivers, elderly companions and any and all related domestic referral and consulting services.
- b: To construct erect, build, repair and improve houses, buildings, tracts, streets sidewalk, reservoirs, water-works, sewers docks, fills, and other structures and improvements of any kind or character whatsoever; to buy, sell, purchase, lease or otherwise acquire, handle, hold and dispose of real and personal property or any

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interest therein or choses in action secured thereby; to improve, manage, operate sell, mortgage, lease and otherwise dispose of any property; to loan money upon such property and to take mortgages and assignments of mortgages on the same; to lay off, plat or subdivide lands into lots and blocks, and to dedicate parks, streets, highways and alleyways therein; and to transact all or any other business which may be necessary or incidental or proper to the exercise of any or all of the aforesaid purposes of the corporation.

c: To manage, supervise, operate, control, lease, let and sublet apartments, office buildings, dwelling houses and all kinds and character of property of every nature whatsoever.

d: .To manufacture, purchase or otherwise acquire, and to own and mortgage, pledge, sell, assign, and transfer or otherwise dispose of, and to invent, trade, deal in and deal with goods, wares, merchandise, and other personal property of every class and description whatsoever.

e: To buy , sell, manufacture, repair, alter and exchange, let and hire, export and deal in all kinds of articles and things which may be required for the purpose of any of the said businesses or commonly supplied or dealt in by persons engaged in any such businesses, or which may seem capable of being profitably dealt with in connection with any of the said businesses.

f: To guarantee, to acquire, by purchase subscription or otherwise, hold for investment or otherwise, sell, assign , transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations of the State of Florida, or any other state or government, domestic or foreign; and while the owner of any such stocks, bonds, securities or evidences of indebtedness, to exercise all the rights, powers and privileges of ownership ,including the right to vote thereon for any and all purposes; to aid by loan, subsidy, guaranty, or in any other manner whatsoever so far as the same maay be permitted in the case of corporations organized under the General Corporation Laws of the State of Florida, any corporation whose stocks, bonds, securities or other

obligations are or may be in any manner and at any time owned, held , or guaranteed, to do any and all other acts or things for the preservation, protection, improvement or enhancement in value of any such stocks, bonds, securities or other obligations; and to do all and any such acts or things designed to accomplish any such purpose.

g: To acquire, hold, own dispose of and generally deal in grants, concession, franchises, and contracts, of every kind; to cause to be formed, to promote and to aid in any way in the formation of any corporation, domestic or foreign.

h: To act as financial, business and purchasing agent for domestic and foreign corporations, individuals, partnerships, associations, state governments and other bodies.

i: To acquire in any manner, enjoy, utilize, hold, sell, assign, lease, mortgage or otherwise dispose of, letters patent of the United States or of any foreign country, patents, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names or pending applications therefore relating to or useful in connection with any business of the corporation or any other corporation in which the corporation may have an interest as a stockholder or otherwise.

j: To borrow money and contract debts when necessary for the transaction of its business or for the exercise of it's corporate rights, privileges or franchise, or for any other lawful purpose of its corporation: to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness as payable at a specified time or times, or payable upon the happening of a specified event or events, secured or unsecured, from time to time, for moneys borrowed, or in payment for the property acquired , or for any of the objects or purposes of the corporation or for nay of the objects of its business; to secure the same by mortgage or mortgages or deed or deeds of trust or pledge or other lien upon any and all of the property, rights privileges or franchises of the corporation, wheresoever situated, acquired or to be acquired; and to confer upon the holders of any debentures, bonds or other evidences of indebtedness of the corporation, secured and unsecured, the right to convert the principal thereof subject, however to the provisions of Article III hereof.

k: To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of, or any bonds secured or evidences of indebtedness created by any other stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

l: To purchase, sell, and transfer shares of its own capital stock.

m: To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherances of any of the powers enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, as principal, agent, director, trustee or otherwise, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or the attainment of the objects of the furtherance of such purposes or objects of the corporation, whether or not such business is similar in nature to the purposes or object of the corporation, whether or not such business is similar in nature to the purposes and objects set forth in these Articles of Incorporation or any amendment thereof.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

#### ARTICLE VII – VOTING RIGHTS

Except as otherwise provided by law the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares.

#### ARTICLE VIII – INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased for time to time, or diminished from time to time, by the by-laws. The name

and address of the initial director of this corporation is: JO ANN W. COWAN , 6320  
S.W. 90<sup>TH</sup> COURT, MIAMI, FLORIDA 33173.

#### ARTICLE IX – INCORPORATOR

The name and address of the person signing these Articles as Incorporator is:

JO ANN W. COWAN                      6320 S.W. 90<sup>TH</sup> COURT MIAMI, FLORIDA 33173

#### ARTICLE X – MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended, in fact, in person by each director.

#### ARTICLE XI – IDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

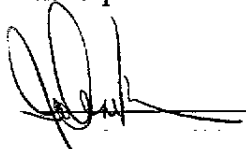
#### ARTICLE XII – AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this corporation.

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IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of

Incorporation on this 2<sup>ND</sup> day of December, 1999.



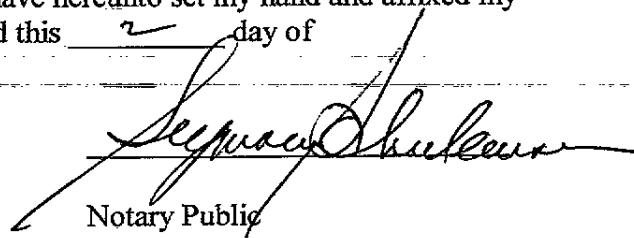
JO ANN W. COWAN

STATE OF FLORIDA )

COUNTY OF MIAMI-DADE )

BEFORE ME, a notary public authorized to take acknowledgments, in the State and County set forth above, personally appeared Jo Ann Cowan, known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 2 day of Dec, 1999.



Notary Public

My commission Expires:

OFFICIAL NOTARY SEAL SEYMOUR SCHULEMSON NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC649727 MY COMMISSION EXP. MAY 21, 2001
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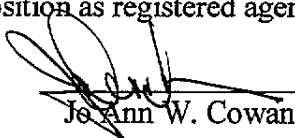


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

In pursuants of Chapter 48.091, Florida Statutes,, the following is submitted, in  
compliance with said Act:

First - That NANNIES TO GO, INC. desiring to organize under the laws of  
the State of Florida with its principal office, as indicated in the articles of incorporation  
at the city of Miami, County of Miami-Dade, has named JO ANN W. COWAN  
LOCATED AT 6320 S.W. 90<sup>TH</sup> Court, Miami, Florida 33173 State of Florida, County of  
Miami - Dade as its 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 accep 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.

  
Jo Ann W. Cowan

11/20/99  
Date

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