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ACCOUNT NO. : 12000000195		
REFERENCE : 421165 4336650		
AUTHORIZATION : Trubble man		
COST LIMIT : \$ 35.00		
ORDER DATE : December 15, 2014		
ORDER TIME : 2:23 PM		
ORDER NO. : 421165-010 File Second		
CUSTOMER NO: 4336650		
DOMESTIC AMENDMENT FILING		
NAME: ORLANDO FINANCE INC. EFFECTIVE DATE:		
XX ARTICLES OF AMENDMENT XX RESTATED ARTICLES OF INCORPORATION		
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:		
CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING		
CONTACT PERSON: Emily Gray EXT# 62925		
EXAMINER'S INITIALS:		

SECRETARY OF STATE DIVISION OF CORPORATIONS

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SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION OF ORLANDO FINANCE INC.

(Original Articles of Incorporation filed with the Secretary of State of the State of Florida on May 6, 2010)

Pursuant to Sections 607.1003, 607.1006 and 607.1007 of the Florida Business Corporation Act (the "Act") Orlando Finance Inc., a corporation organized and existing under the laws of the State of Florida, hereby certifies as follows:

- 1. The name of the corporation is Orlando Finance Inc. (the "Corporation") and the Corporation was originally incorporated in the State of Florida on May 6, 2010, under the name "Orlando Finance Inc.," and the Second Amended and Restated Articles of Incorporation amend, restate and supersede in their entirety any and all prior Articles of Incorporation, as amended or amended and restated, filed with the State of Florida from the date of the Corporation's original incorporation through the date hereof.
- The text of the Articles of Incorporation of the Corporation is hereby amended and restated in its
 entirety to read as set forth on <u>Exhibit A</u>, attached hereto (the "Second Amended and Restated
 Articles of Incorporation").
- 3. The Second Amended and Restated Articles of Incorporation shall be effective as of the date filed with the Secretary of State of the State of Florida.
- 4. The Second Amended and Restated Articles of Incorporation contain an amendment requiring shareholder approval.
- 5. The Second Amended and Restated Articles have been unanimously approved by the Board of Directors of the Corporation and recommended by the Board of Directors to the shareholders of the Corporation and the Second Amended and Restated Articles have received unanimous approval by all of the outstanding shares of the Corporation, which is sufficient for approval by the Corporation in accordance with Sections 607.1003 and 607.1006 of the Act.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its President as of the Waday of December, 2014.

ORLANDO FINANCE INC.

a Florida corporation

By:

Per Olov Otterhäll

President

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SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION OF ORLANDO FINANCE INC.

ARTICLE I NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this corporation is ORLANDO FINANCE INC. The street address of its initial principal office and its mailing address is 330 East Central Avenue, Orlando, Florida 32801.

ARTICLE II NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects herein before enumerated or incidental to the purposes and powers of the corporation or which at any time appear conductive thereto or expedient.

ARTICLE III TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which the Articles of Incorporation were originally filed with the Secretary of State of the State of Florida.

ARTICLE IV CAPITAL STOCK

- A. This Corporation is authorized to issue two classes of shares of common stock to be designated "Class A Common Stock" and "Class B Common Stock". The total number of shares of common stock that this Corporation is authorized to issue is ONE THOUSAND (1,000). TWO (2) of such shares shall be shares of Class A Common Stock, par value \$.01 per share. NINE HUNDRED NINETY EIGHT (998) of such shares shall be shares of Class B Common Stock, par value \$.01 per share, with such other terms as the Directors may specify from time to time.
- B. Except as set forth in this Article IV.B., the Class A Common Stock and the Class B Common Stock shall be identical in all respects and shall have equal rights and privileges.

1. Dividends.

- (A) Subject to paragraph (B) of this paragraph (1), whenever a dividend is paid to holders of either Class A Common Stock or Class B Common Stock, the Corporation shall also pay to holders of shares of the other class of Common Stock a dividend equal in amount per share.
- (B) If at any time a dividend is to be paid in shares of Class B Common Stock or in shares of Class A Common Stock (a "Stock Dividend"), such Stock Dividend may be declared and paid only as follows:
- (i) shares of Class B Common Stock may be paid to holders of shares of Class B Common Stock; and
- (ii) shares of Class A Common Stock may be paid to holders of shares of Class A Common Stock.

Whenever a Stock Dividend is paid, the same number of shares of the respective class shall be paid in respect of each outstanding share of Class B Common Stock and Class A Common Stock. The Corporation shall not combine or subdivide shares of either of such classes without at the same time making a proportionate combination or subdivision of shares of the other of such classes.

2. <u>Voting.</u> In any vote of the shareholders of the Corporation, each share of Class A Common Stock shall carry five thousand forty six (5,046) votes and each share of Class B Common Stock shall carry one (1) vote.

ARTICLE V REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation and the name of the registered agent of this Corporation at that address is Corporation Service Company, 1201 Hays Street, Tallahassee, FL 32301.

ARTICLE VI BOARD OF DIRECTORS

The Corporation shall have at least one (1) director at all times, which number may be either increased or decreased from time to time by the shareholders of the Corporation, or as set forth in the By Laws, but shall never be less than one.

ARTICLE VII DIRECTOR QUORUM AND VOTING

No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

ARTICLE VIII VOTING REQUIREMENTS FOR SHAREHOLDERS

Except as set forth below in this Article VIII, the affirmative vote of a majority of the votes of this Corporation entitled to be cast thereon shall be required for the authorization of any action of the shareholders of this Corporation.

Unanimous Approval of Certain Transactions. Notwithstanding anything to the contrary contained in this Agreement, the Corporation shall not engage in any of the following actions without first obtaining unanimous approval of all the shareholders to engage in the following:

- 1. directly or indirectly, by operation of law or otherwise, merge, consolidate or otherwise combine with, any corporation;
- except as provided in the bylaws, liquidate, dissolve or effect a recapitalization or reorganization of the Corporation in any form of transaction;
- 3. consummate an initial public offering of the shares of common stock of the Corporation;
 - 4. issue any shares of the Corporation except as set permitted by Article IV hereto; or,
 - 5. redeem, repurchase or acquire any shares of the common stock of the Corporation.

ARTICLE IX AMENDMENTS TO ARTICLES OF INCORPORATION AND BY LAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Second Amended and Restated Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. The power to adopt, alter, amend or repeal the By Laws shall be vested in the shareholders of this Corporation and the Board of Directors of this Corporation.

ARTICLE X POWERS

This Corporation shall have all of the corporate powers enumerated in the Act, as amended from time to time.

ARTICLE XI DIVIDENDS

Dividends payable in shares of any class may be paid only to the holders of shares of such class.

ARTICLE XII INDEMNIFICATION

This corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

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IN WITNESS WHEREOF, the undersigned has executed these Second Amended and Restated Articles of Incorporation on this 10th day of December, 2014.

ORLANDO FINANCE INC:

Per Olov Otterhäll, President