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FLORIDA LIMITED LIABILITY CO.
Orange Counseling, PLLC

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DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION
OF
ORANGE COUNSELING, PLLC**

The undersigned acting as the organizer and authorized representative of the prospective member(s) of ORANGE COUNSELING, PLLC, under the Florida Limited Liability Company Act, Chapter 605, *Fla. Stat.*, and pursuant to Chapter 621, *Fla. Stat.*, regarding professional limited liability companies, adopt the following Articles of Organization:

ARTICLE I - Name:

The name of the limited liability company is ORANGE COUNSELING, PLLC, professional limited liability company (the "Company").

ARTICLE II - Address:

The mailing address and the street address of the principal office of the Company is 630 Princeton Street, Orlando, Florida 32804.

ARTICLE III - Purposes:

The Company is organized for the purposes of engaging in the practice of counseling in the State of Florida pursuant to Chapter 621, *Fla. Stat.*. The Company shall engage and render the professional services involved only through its officers, agents, and employees who shall be in good standing, licenses or otherwise legally authorized within the State of Florida to render the same professional services as the Company.

ARTICLE IV - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

ARTICLE V - Management:

The Company is to be managed by a manager, and the name and address of the manager who is to serve as initial manager until the first annual meeting of members or until a successor is elected and qualified is:

Name

Address

STEPHANIE PRESTON-HUGHES

630 W. Princeton Street
Orlando, Florida 32804

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ARTICLE VI - Admission of Additional Members:

The Company shall admit new Members only upon the majority written consent of all then existing voting Members of the Company.

ARTICLE VII - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, Chapter 605, *Fla. Stat.*, or Chapter 621, *Fla. Stat.*

ARTICLE VIII - Initial Registered Agent and Office:

The initial registered agent for the Company shall be ASHLEY C. WINSHIP, ESQ., and the street address of the Company's registered agent is 280 W. Canton Avenue, Suite 230, Winter Park, Florida 32789. A copy of the registered agent's acceptance to serve accompanies these Articles.

ARTICLE IX - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the majority written approval of all Members of the Company.

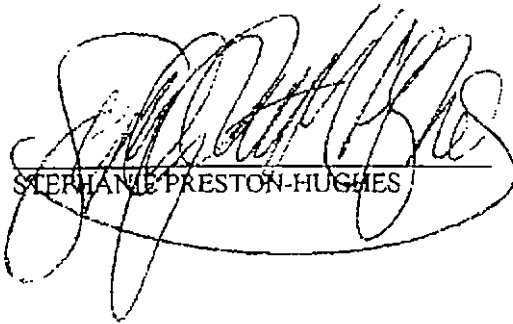
ARTICLE X - Indemnification:

Each individual or entity who is or was a manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a manager or officer existing at the time of such repeal or amendment.

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31st IN WITNESS WHEREOF, the undersigned executes these Articles of Organization as of this day of July, 2018.



STEPHANIE PRESTON-HUGHES

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**ACCEPTANCE OF APPOINTMENT OF
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 605.0902, FLORIDA STATUTES,
THE UNDERSIGNED REGISTERED AGENT SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF
FLORIDA.

1. The name of the limited liability company is ORANGE COUNSELING, PLLC.
2. The name and address of the registered agent and its office is:

ASHLEY C. WINSHIP, ESQ.
280 W. Canton Avenue, Suite 230
Winter Park, Florida 32789

Having been named as registered agent and to accept service of process for the above stated
limited liability company at the place designated in this certificate, the undersigned hereby accepts
the appointment as registered agent and agree to act in this capacity. The undersigned further
agrees to comply with the provisions of all statutes relating to the proper and complete performance
of his duties, and is familiar with and accepts the obligations of his position as registered agent.



ASHLEY C. WINSHIP, ESQ.

Dated this 31st day of July, 2018.

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