# Florida Department of State

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# FLORIDA PROFIT CORPORATION OR P.A.

HOLLIS ENTERPRISES OF ORLANDO, INC.

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

September 11, 2001

JOHNSON, BLAKELY, POPE

SUBJECT: HOLLIS ENTERPRISES (FLORIDA), INC.

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SEGRETARY OF SOLVISION OF CORPOR

# ARTICLES OF INCORPORATION OF HOLLIS ENTERPRISES OF ORLANDO, INC.

# ARTICLE I - Name and Address

The name of this corporation is HOLLIS ENTERPRISES OF ORLANDO, INC. The mailing address of the corporation is 1225 N.W. Murray Road, Suite 208, Portland, Oregon 97229. The address of the corporation's principal office is 911 Chestnut Street, Clearwater, Florida 33756.

#### ARTICLE II - Duration

This corporation shall have perpetual existence.

#### ARTICLE III - Capital Stock

This corporation is authorized to issue 100,000 shares of common stock, which shall be designated as "Common Shares." The Common Shares shall have a par value of One Cent (\$0.01) per share.

# ARTICLE IV - Preemptive Rights

Every shareholder, upon an offer for sale for cash of any new stock or authorized but unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 911 Chestnut Street, Clearwater, Florida 33756, and the name of the initial registered agent of this corporation at that address is Michael G. Little.

### ARTICLE VI - Incorporator

The name and address of the person signing these Articles are:

<u>Name</u>

<u>Address</u>

Michael G. Little

911 Chestnut Street Clearwater, Florida 33756

Prepared by: Michael G. Little, Esquire 911 Chestnut Street Clearwater, FL 33756 727-461-1818 FL Bar No. 861677.

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# Article VIII - Affiliated Transactions and Control Share Acquisitions Opt-Out

The corporation elects to opt-out of the requirements regarding transactions with affiliated parties set forth in Fla. Stat. §607.0901, and the control-share acquisition restrictions and the control-share voting requirements set forth in Fla. Stat. §607.0902. The requirements of Fla. Stat. §607.0901, regarding transactions with affiliated parties, and the restrictions and requirements of Fla. Stat. §607.0902, regarding control-share acquisitions of shares of the corporations, shall not be applicable to this corporation.

# ARTICLE VIII - Indemnification

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

#### ARTICLE IX - Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of September, 2001.

MICHAEL G. LITTLE

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# CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to Fla. Stat. §48.091, HOLLIS ENTERPRISES OF ORLANDO, INC., desiring to organize under the laws of the State of Florida, hereby designates Michael G. Little, located at 911 Chestnut Street, Clearwater, Florida 33756, as its registered agent to accept service of process within the State of Florida.

# ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.

MICHAEL G LITTLE

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