

04-11-2011

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**FLORIDA PROFIT/NON PROFIT CORPORATION  
HOGAN PROSTHETICS & ORTHOTICS, INC.**

Certificate of Status	0
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April 11, 2011

FLORIDA DEPARTMENT OF STATE  
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April 8, 2011

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

STEVEN R. KUTNER, P.A.

SUBJECT: HOGAN PROSTHETICS & ORTHOTICS, INC.  
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T-498 P.003

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April 6, 2011

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

STEVEN R KUTNER, P.A.

SUBJECT: HOGAN PROSTHETICS & ORTHOTICS, INC.  
REF: H11000090475

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Diane Cushing FAX Aud. #: H11000090475  
Regulatory Specialist II Supervisor Letter Number: 111A00008410

*Thanks!*

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#### **ARTICLE IV**

#### **AUTHORIZED SHARES**

**Number:** The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock.

**Initial Issue:** 100 shares of the Capital Stock of the Corporation shall be issued for adequate consideration in the following manner:

**MICHAEL J. HOGAN and BARBARA W.  
HOGAN, as tenants by the entireties                      100 Shares**

**Dividends:** The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

**No Classes of Stock:** The shares of the Corporation are not to be divided into classes.

#### **ARTICLE V**

#### **REGISTERED OFFICE AND AGENT**

The initial street address in Florida of the initial registered office of the Corporation is 1731 S. Orange Avenue, Orlando, Florida 32806, and the name of the initial registered agent at such address is **MICHAEL J. HOGAN.**

#### **ARTICLE VI**

#### **PRINCIPAL OFFICE**

The Principal Office of the corporation shall be 1731 S. Orange Avenue, Orlando,

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Florida 32806.

## **ARTICLE VII**

### **BOARD OF DIRECTORS**

This corporation shall have two directors constituting the initial Board of Directors. The directors need not be a resident of the State of Florida or Shareholders of the corporation.

Majority vote of the Board of Directors is required to constitute a quorum for the transaction of business. Only a majority act of the Directors shall constitute an act of the Board of Directors.

The name and address of the person(s) who shall serve as Director(s) until their successors shall have been elected and qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
<b>MICHAEL J. HOGAN</b>	No. 2 First Court, P.O. Box 1437 Windermere, Florida 34786
<b>BARBARA W. HOGAN</b>	No. 2 First Court, P.O. Box 1437 Windermere, Florida 34786

## **ARTICLE VIII**

### **INCORPORATOR**

The names and address of the initial incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
<b>MICHAEL J. HOGAN</b>	No. 2 First Court, P.O. Box 1437 Windermere, Florida 34786

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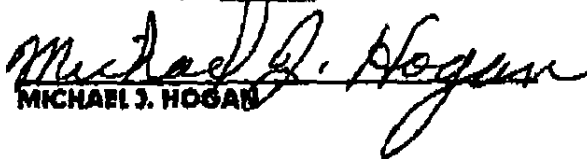
State 1

**ARTICLE IX**

**PREEMPTIVE RIGHTS OF SHAREHOLDERS**

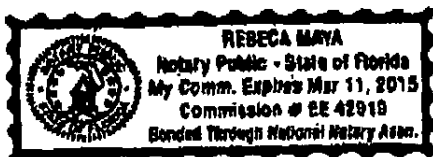
The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money, or property or services from time to time, in addition to that stock authorized by the Corporation. The preemptive rights of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

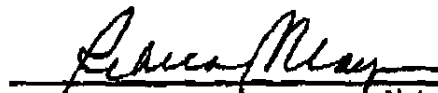
IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange County, Florida on this April 6<sup>TH</sup>, 2011.

  
MICHAEL J. HOGAN

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing Articles of Incorporation were acknowledged before me this April 6<sup>TH</sup>, 2011, by MICHAEL J. HOGAN, who has produced a driver's license as identification or who is personally known to me.



  
Notary Public  
Commission No. EE 42919  
My Commission Expires: MARCH 11, 2015

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11 APR 11 PM 2:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

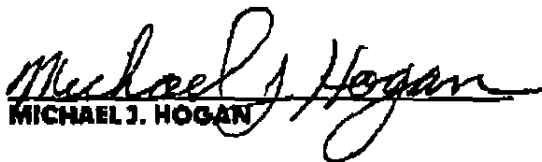
In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **HOGAN PROSTHETICS & ORTHOTICS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Windermere, Orange County, State of Florida, has named **MICHAEL J. HOGAN** located at 1731 S. Orange Avenue, Orlando, Florida 32806, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Date: April 6<sup>TH</sup> 2011

  
MICHAEL J. HOGAN