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FLORIDA PROFIT/NON PROFIT CORPORATION

Oglethorpe of Orlando, Inc.

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**ARTICLES OF INCORPORATION
OF
OGLETHORPE OF ORLANDO, INC.**

ARTICLE I

Name

The name of this corporation is: OGLETHORPE OF ORLANDO, INC.

ARTICLE II

Duration

The term of existence of this corporation shall be perpetual.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue 7,500 shares at One (\$1.00) Dollar par value common stock, which shall be designated "common shares". The consideration to be paid for

Prepared by: J. Paul Raymond, Esq.
P. O. Box 1669
Clearwater, FL 33757
(727) 441-8966
Fla. Bar No. 169268

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each share shall be fixed by the Board of Directors. Common stock of the corporation may be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986.

All voting powers of this corporation shall be vested in the common stock above designated.

ARTICLE V

Preemptive Rights

Any shareholder, upon the sale, by the corporation, for cash of any new stock of this corporation 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 VI

Principal Office and Registered Agent

The street address of the principal office of this corporation is 15310 Amberly Drive, Suite 310 Tampa, FL 33647, and the name of the initial registered agent of this corporation is J. Paul Raymond, Esquire and that address is 625 Court Street, Suite 200, Clearwater, FL 33756 .

ARTICLE VII

Initial Board of Directors and Officers

This corporation shall have 3 directors initially. The number of directors and/or officers may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Robert M. Cohen	15310 Amberly Dr., Suite 310 Tampa, FL 33647	Director
John R. Picciano	15310 Amberly Dr., Suite 310 Tampa, FL 33647	Director
James E. O'Shea	15310 Amberly Dr., Suite 310 Tampa, FL 33647	Director

ARTICLE VIII

Incorporators

The name and address of the person(s) signing these Articles is J. Paul Raymond, Esquire, 625 Court Street, Clearwater, FL 33756, as authorized representative of the corporation.

ARTICLE IX

By-Laws

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

Shareholder Quorum and Voting

Fifty-one (51%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one (51%) percent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI

Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, and, in addition to and not in limitation thereof, this corporation shall have the power to guarantee the performances of obligations of other persons, partnerships, corporations, or other entities.

ARTICLE XII

Indemnification


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

ARTICLE XIII

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, 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 26th day of July, 2012



J. Paul Raymond, as authorized representative

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been designated as Registered Agent of OGLETHORPE OF ORLANDO, INC. in its Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of F.S. Section 48.091, relative to keeping the corporation's registered office open.



J. PAUL RAYMOND
Registered Agent

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