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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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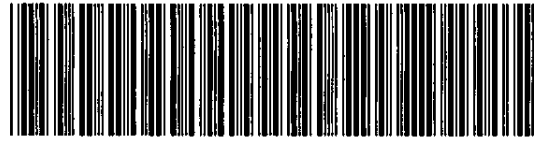
(Business Entity Name)

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TALLAHASSEE, FLORIDA

and 10/22

# BONUS McCABE LAW FIRM

ATTORNEYS AND COUNSELORS AT LAW

Offices in Orange and Volusia Counties

## Reply to Orlando Office

Orlando Office  
1115 East Concord Street  
Orlando, Florida 32803  
Telephone No.: (407) 835-8811  
Facsimile No.: (407) 835-8868

Port Orange Office  
900 North Swallowtail Drive, Suite 101  
Port Orange, Florida 32129  
Telephone No.: (386) 761-3008  
Facsimile No.: (386) 761-8680

Philip F. Bonus, Esquire  
Susanne D. McCabe, Esquire  
Rhonda A. Marret, FRP

Writer's email: [pfb@bonusmccabe.com](mailto:pfb@bonusmccabe.com)

October 17, 2013

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: TCG Counseling, Inc.  
Our File No.: T161-3160

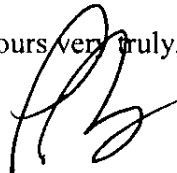
Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for TCG Counseling, Inc. and the Acceptance of Duties of Registered Agent for filing. Also enclosed is this firm's check in the sum of **\$70.00** representing the following:

**\$35.00 Filing Fee for Articles of Organization**  
**\$35.00 Designation of Registered Agent**

If you should have questions or concerns, please do not hesitate to contact my office.

Yours very truly,



Philip F. Bonus

PFB/ram  
Enclosures

cc: TCG Counseling, Inc.

**ARTICLES OF INCORPORATION**  
**OF**  
**TCG COUNSELING, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator(s) pursuant to Chapter 607 of the Florida Statutes, adopt(s) the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of this Corporation is **TCG COUNSELING, INC.**

**ARTICLE II. DURATION**

The period of its duration is perpetual, beginning from the date these Articles are filed with the State of Florida, Secretary of State.

**ARTICLE III. PURPOSE**

The general purpose of the business to be transacted by this Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, and to effectuate such purposes it may act in any capacity including as an agent or attorney-in-fact for any person or entity.

**ARTICLE IV. CAPITAL STOCK**

This Corporation is authorized to issue 10,000 shares of common stock, all of one class, without any stated par value, which will all be designated "common shares".

**ARTICLE V. PREEMPTIVE RIGHTS**

A. Each of the shareholders agrees not to sell, transfer, pledge, assign or otherwise in any way dispose of his or her shares unless and until he or she shall have offered to sell his or her shares to the other shareholders at a fair and reasonable price.

B. All additional shares of common stock issued by the Corporation will be subject to the same restrictions regarding transferability as the initial stock.

C. The holders of common shares will be entitled to purchase newly issued stock proportionate to their respective holdings prior to the stock being offered to outside subscribers.

**ARTICLE VI. INITIAL PRINCIPAL OFFICE  
AND MAILING ADDRESS OF CORPORATION**

The street address of the initial principal office of this Corporation is 3319 Maguire Boulevard, Suite 100, Orlando, Florida 32803.

The initial mailing address of this Corporation is 3319 Maguire Boulevard, Suite 100, Orlando, Florida 32803..

**ARTICLE VII. INITIAL REGISTERED AGENT  
OF CORPORATION AND ADDRESS OF REGISTERED AGENT**

The name of the initial registered agent of this Corporation is Regan O'Rourke, and the address of this initial Registered Agent is 3319 Maguire Boulevard, Suite 100, Orlando, Florida 32803.

**ARTICLE VIII. INITIAL BOARD OF DIRECTORS**

This Corporation will have one (1) director initially. The number of directors may either be increased or diminished from time to time by the Bylaws but will never be less than one (1). The name and address of the initial directors of this Corporation are:

Regan O'Rourke  
3319 Maguire Boulevard, Suite 100  
Orlando, Florida 32803

**ARTICLE IX. INCORPORATOR**

The name and address of the person signing these Articles as Incorporator is:

Regan O'Rourke  
3319 Maguire Boulevard, Suite 100  
Orlando, Florida 32803

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TALLAHASSEE, FLORIDA

**ARTICLE X. BYLAWS**

The power to adopt, alter, amend or repeal Bylaws will be vested in the shareholders.

**ARTICLE XI. MANAGEMENT BY SHAREHOLDERS**

All corporate powers will be exercised by or under the authority of, and the business affairs of this Corporation will be managed under the direction of the shareholders of this Corporation.

DATED: October 11, 2013.

*Regan O'Rourke*

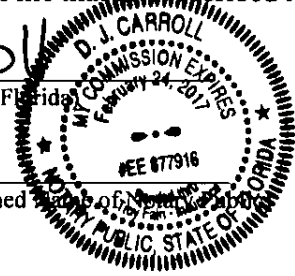
REGAN O'ROURKE, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 11<sup>th</sup> day of October, 2013, by REGAN O'ROURKE, who is described as Incorporator, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to such Articles of Incorporation for the purposes therein described.

*[Signature]*

(Signature of Notary Public - State of Florida)



(Print, Type, or Stamp Commissioned Notary Public, State of Florida)

Personally Known X OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

**ACCEPTANCE OF DUTIES OF REGISTERED AGENT**

I HEREBY ACCEPT the designation, duties, and responsibilities as REGISTERED AGENT of TCG COUNSELING, INC., and agree to comply with all provisions of the Florida Statutes, and/or any other applicable laws related thereto.

*Regan MA O'Rourke*

REGAN O'ROURKE  
Registered Agent

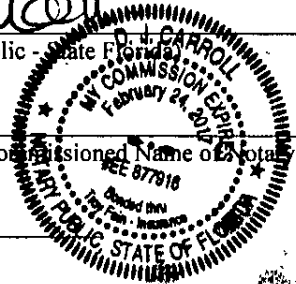
STATE OF FLORIDA  
COUNTY OF ORANGE

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TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 11<sup>th</sup> day of October, 2013, by REGAN O'ROURKE, described as the REGISTERED AGENT for TCG COUNSELING, INC., and who executed the foregoing designation as REGISTERED AGENT for the purposes therein expressed.

*[Signature]*

(Signature of Notary Public - State of Florida)



(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known  OR Produced Identification

Type of Identification Produced \_\_\_\_\_