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06/30/03--01090--022 **465.00

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TALLAHASSEE, FLORIDA

JOHN MOXLEY, P. A.
ATTORNEY AT LAW
2320 NORTHEAST 2ND STREET, SUITE 4
OCALA, FLORIDA 34470

June 27, 2003

TELEPHONE (352) 732-8085
FAX (352) 732-1686

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: ACV CONFERENCE SERVICES, L.L.C.
ACV COMMUNITY SERVICES, L.L.C.
ACV MANAGEMENT SERVICES, L.L.C.

Dear Sir/Madame:

In reference to the above, I am enclosing two fully executed copies of the Articles of Organization for each organization listed above. I am also enclosing my check in the sum of \$465.00 for the following:

re: ACV Conference Services, L.L.C.:

| | |
|---------------------------|------------------|
| 1. Limited Liability Fees | \$ 125.00 |
| 2. Certified Copy | \$ 30.00 |
| | <u>\$ 155.00</u> |

re: ACV Community Services, L.L.C:

| | |
|---------------------------|------------------|
| 1. Limited Liability Fees | \$ 125.00 |
| 2. Certified Copy | \$ 30.00 |
| | <u>\$ 155.00</u> |

re: ACV Management Services, L.L.C.

| | |
|---------------------------|------------------|
| 1. Limited Liability Fees | \$ 125.00 |
| 2. Certified Copy | \$ 30.00 |
| | <u>\$ 155.00</u> |

Please return one certified copy of each of the Articles of Organization to our office.

If you have any questions, please give our office a call.

Cordially yours,

Laura L. Schenck

Laura L. Schenck
Legal Assistant for
John Moxley, P.A.
Encs.

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
ACV MANAGEMENT SERVICES, L.L.C.**

The undersigned submits these Articles of Organization pursuant to F.S. §608.407.

I.

The name of the Limited Liability Company (the Company) is:

ACV MANAGEMENT SERVICES, L.L.C.

II.

The mailing address of the Company is:

P.O. Box 4307
Dowling Park, FL 32064

The street address of the principal office of the company is:

10680 County Road 136
Live Oak, FL 32060

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III.

The period of duration for the Company is perpetual.

IV.

The name and address of the Company's initial registered agent and registered office in Florida are:

John Moxley
2320 NE 2nd Street, Ste.4
Ocala, FL 34470

V.

The Company is to be a manager/managed company. The initial managers shall be FOUR (4) and shall serve until the first annual meeting of the member(s). The initial managers names and addresses are:

1. James E. Davis
3528 Carrington Drive
Tallahassee, FL 32303
2. Margaret Lynn Duggar
1018 Thomasville Road, Ste.101
Tallahassee, FL 32303
3. Kenneth Erb
P.O. Box 4779
Dowling Park, FL 32064
4. William C. Nickerson, Jr.
P.O. Box 4781
Dowling Park, FL 32064

The number of managers may be increased from time to time, but shall never be less than three (3).

Managers shall be appointed to serve for three (3) years. As each manager's initial term expires, his or her successor shall be appointed for a term of three (3) years.

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VI.

The Company shall have one (1) member, namely:

Advent Christian Village, Inc.,
a not-for-profit Florida Corporation

**VII.
Purpose**

The purpose of this company shall be:

1. The power to adopt, alter, amend or repeal the regulations of the Company is vested entirely in the member.
2. To provide general management services, financial management and accounting services, property maintenance, marketing, resource development, public and church relations, and human resources management and services.

3. The Company is organized exclusively for charitable and educational purposes, consistent with the Member's §501(c)(3) status under the Internal Revenue Code.

VIII.

The Company is intended to be treated as a branch of its Member for federal and state income tax purposes, except as otherwise required under applicable law. The Company shall take such actions including the making of available tax elections, as are reasonably necessary to insure the Company will be so classified.

This Company is established for the exclusive benefit of the Company, its Member and its successors and assigns. This Company is expressly not intended for the benefit of any creditor of the Company or any other person. Except and only to the extent provided by applicable statute, no such creditor or third party shall have any rights under or against this Company or any agreement between the Company and any Member with respect to any contribution or otherwise.


IX.

In the event of the dissolution of this Company, the residual assets of the organization shall be turned over to the Advent Christian Village, Inc., or its successors in interest. In the event the Advent Christian Village, Inc., or its successor is no longer in existence, then to the ADVENT CHRISTIAN GENERAL CONFERENCE OF AMERICA, INC., its successors and/or assigns, organizations which themselves are exempt as organizations described in §501(c)(3) and 170.(c)(2) of the Internal Revenue Code of 1954 and as amended, or corresponding sections of any prior or future law of the Federal, State or local government for exclusive public purposes.

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TALLAHASSEE FLORIDA
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In witness whereof, these Articles of Organization have been executed on this 25 day
of June, 2003 at Dowling Park, Florida.

ADVENT CHRISTIAN VILLAGE, INC.

by: 


Craig A. Carter /Printed Name
Vice President /Title

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TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 608.415, Florida Statutes, the following is submitted:

First, That ACV MANAGEMENT SERVICES, L.L.C. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Suwannee County, State of Florida, has named JOHN MOXLEY located at 2320 NE 2nd Street, Ste.4, Ocala, FL 34470 as its agent to accept service of process within Florida.

by: 

Craig A. Carter / Printed Name
Vice President / Title

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TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all the statutes relative to the proper and complete performance of my duties.



John Moxley, Registered Agent

Dated this 25th day of June, 2003.