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CHC Educators  
219 Jamaica Dr  
Cocoa Beach, FL 32931

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Office Use Only

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- ☐ Walk in ☐ Pick up time ☐ Certified Copy  
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**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

FILED  
MAY 15 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mtu  
5/18

**Articles of Organization  
Of  
CHC Educators, LLC**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**Article I  
Name and Principal Place of Business**

The name of the limited liability company shall be CHC Educators, LLC and its principal office shall be located at 219 Jamaica Drive, Cocoa Beach, County of Brevard, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**Article II  
Purposes and Powers**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or

administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, add perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity of under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient fore the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### Article III Exercise of Powers

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### Article IV Management

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Richard B. Thomas  
219 Jamaica Drive  
Cocoa Beach, Florida 32931

Lara A. Lucas  
1180 Colby Lane  
Merritt Island, Florida 32952

#### Article V Membership Restrictions

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### Article VI Capital Contributions

Capital contribution in the total amount of \$2,000.00 cash shall be paid to the limited liability company by each of the members. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members.

FILED  
00 MAY 18 2011  
CLERK OF CIRCUIT COURT  
TALLAHASSEE, FLORIDA

Article VII  
Profits and Losses

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive share of the profits specified as follows:

Richard B. Thomas - fifty percent (50%)  
Lara A. Lucas - fifty percent (50%)

The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commence of business of the limited liability company, the month and day of the commencement date being the date of filing of record of these Amended and Restated Articles of Organization.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in the following shares:

Richard B. Thomas - fifty percent (50%)  
Lara A. Lucas - fifty percent (50%)

Article VIII  
Duration

This limited liability company shall exist until January 1, 2030, or dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

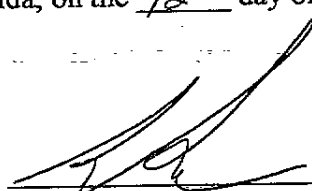
Article IX  
Initial Registered Office and Registered Agent

The address of the initial registered office of the limited liability company is 219 Jamaica Drive, Cocoa Beach, County of Brevard, State of Florida, 32953, and the name of the company's initial registered agent at that address is Richard B. Thomas.

The undersigned, being the members of the limited liability company, certify that this instrument constitutes the proposed Amended and Restated Articles of Organization of CHC Educators, LLC.

FILED  
00 MAY 15 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Executed by the undersigned, Richard B. Thomas at Merritt Island, Florida, on the 12<sup>th</sup> day of May, 2000, and by Lara A. Lucas, at Merritt Island, Florida, on the 12<sup>th</sup> day of May, 2000.

  
Richard B. Thomas

  
Lara A. Lucas

FLA DLN 240-521-61-834-0

State of FLORIDA }

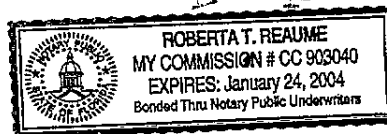
}  
Ss

County of BREVARD }

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of May, 2000, by Lara A. Lucas and Richard B. Thomas, on behalf of CHC Educators, LLC, a limited liability company.

  
Notary Public

My commission expires



State of FLORIDA        }  
                                  Ss  
County of BREVARD       }

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating the registered and registered agent in the State of Florida.

The name of the limited liability company shall be CHC Educators, LLC

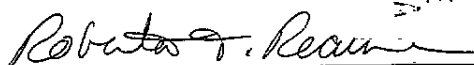
The name of the registered agent for the CHC Educators, LLC is Richard B. Thomas and the street address of the company's principal office where the agent is located is 219 Jamaica Drive, Cocoa Beach, County of Brevard, State of Florida.

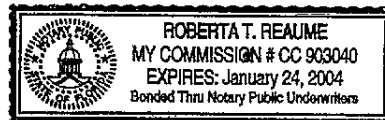
This statement is to acknowledge that, as indicate above, CHC Educators, LLC has appointed Richard B. Thomas as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: May 12, 2000.

  
Richard B. Thomas

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of May, 2000,  
by Richard B. Thomas, on behalf of CHC Educators, LLC, a limited liability company.  
FLA - DL - 7520 - 1742 - S 3 - 050 - 0

  
Notary Public  
My commission expires



FILED  
00 MAY 11 PM 8:44  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE