

LO3000017685

Elizabeth Southard

(Requestor's Name)

2035 E. Dirac Drive, Box 15

(Address)

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(Address)

Tallahassee, FL 32310 850 644-8632

(City/State/Zip/Phone #)

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Florida Lambda Rail, LLC

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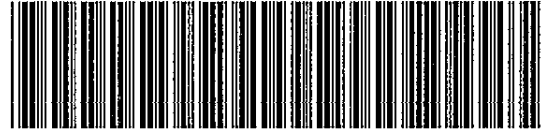
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ARTICLES OF ORGANIZATION
OF
FLORIDA LAMBDARAIL, LLC,
a Florida not for profit limited liability company

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes for the purposes of forming a Limited Liability Company not for profit under the laws of the State of Florida, sets forth the following:

ARTICLE I

NAME

The name of the Limited Liability Company is **FLORIDA LAMBDARAIL, LLC** (the LLC).

ARTICLE II

PURPOSE

The LLC is organized so as to allow one or more IRC Section 501(c)(3) entities that are either private, non-profit educational institutions or direct support organizations of certain Florida universities (including, but not limited to, their respective research foundations) to join together as members of the LLC, in order to acquire and manage an investment interest in National Lambdarail/NLR, Inc., a Delaware non-profit corporation, to enhance and improve the efficiency of high speed communications among each other (and their respective Florida universities) as well as other state and national research organizations and universities, to facilitate scientific, academic,

and clinical research, technology development and education, and to engage in any other activities related or incidental thereto, all on a not for profit basis.

Accordingly, the LLC shall be operated exclusively for educational purposes within the meaning of IRC Section 501 (c)(3). The LLC shall not carry on any activities not permitted to be carried on by an LLC exempt from federal income tax pursuant to IRC Section 501 (c)(3) and to which deductible contributions may be made under IRC Sections 170, 2055, or 2522, as applicable. No part of the assets or the net earnings of the LLC shall inure to the benefit of any officer, director, member, or any other person. No substantial part of the activities of the LLC shall be dedicated to attempting to influence legislation by propaganda or otherwise. The LLC shall not participate or intervene in any political campaign on behalf of any candidate for public office.

During any period that the LLC may be found to be a private foundation, as defined by IRC Section 509(a), the LLC shall: (1) distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by IRC Section 4941(a); (2) not engage or be involved in any act of self-dealing, as defined in IRC Section 4941(d), so as to give rise to any liability for the tax imposed by IRC Section 4941(a); (3) not retain any excess business holdings as defined in IRC Section 4943(c) so as to give rise to any liability for the tax imposed by IRC Section 4943(a); (4) not make any investments which would jeopardize the carrying out of any of its exempt purposes, within the meaning of IRC Section 4944, so as to give rise to any liability for the tax imposed by IRC Section 4944(a); and (5) not make any taxable expenditures, as defined in IRC Section 4945(d), so as to give rise to any liability imposed by IRC Section 4945(a).

Upon dissolution, all of the LLC's assets remaining after payment of all costs and expenses of such dissolution shall be distributed to those members of the LLC who are exempt from taxation

pursuant to IRC Section 501(c)(3), to be used exclusively for the purposes set forth in this Article II. None of the assets shall be distributed to any officer, director, or member of the LLC, or any other person or organization not described in the preceding sentence. Unless otherwise indicated, as used in this Article II and hereinafter, all section references to the IRC are to the Internal Revenue Code of 1986, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

ARTICLE III

ADDRESS OF PLACE OF BUSINESS

The street address of the principal place of business in Florida for the LLC is:

106 Johnson Building, Innovation Park
2035 East Paul Dirac Drive, Box 15
Tallahassee, Florida 32310

ARTICLE IV

REGISTERED AGENT

The name and address of the initial registered agent in Florida for the LLC is:

Elizabeth S. Southard, Esquire
The Florida State University Research Foundation, Inc.
106 Johnson Building
2035 E. Dirac Drive, Box 15
Tallahassee, FL 32310

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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 as provided for in Chapter 608, F.S.

YAG 56mt
Registered Agent

Executed at Tallahassee, Florida, on the 13 day of May, 2003.

**THE FLORIDA STATE UNIVERSITY RESEARCH
FOUNDATION, INCORPORATED, Member**

By: Raymond E. Bye, Jr.
Raymond E. Bye, Jr.
Its President

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 13 day of May, 2003, by Raymond E. Bye, Jr., President of The Florida State University Research Foundation, Incorporated, as a Member, who is personally known to me or produced as identification and who did not take an oath.

Lynna B. Sands
Signature of Notary Public
Notary Stamp/Seal:



Lynna B. Sands
MY COMMISSION # DD070709 EXPIRES
November 7, 2005
BONDED THRU TROY FAIN INSURANCE, INC.