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Division of Corporations

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Florida Department of State
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PLEASE ARRANGE FILING OF THE ATTACHED ARTICLES OF ORGANIZATION AND RETURN A CERTIFICATE TO ME AS SOON AS POSSIBLE. THANK YOU.

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FLORIDA LIMITED LIABILITY CO.
UCF RESEARCH FOUNDATION REAL ESTATE LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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T. HAMPTON
MAR 30 2010

EXAMINER

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - NAME

The name of the Limited Liability Company is:

UCF RESEARCH FOUNDATION REAL ESTATE LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

12201 Research Parkway, Suite 501
Orlando, Florida 32826-3257

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE

The name and the Florida street address of the registered agent are:

Scott Cole, Esq.
4000 Central Florida Boulevard
Millican Hall Room 360
Orlando, Florida 32816-0015

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by its sole Member and is, therefore, a Member-Managed company.

ARTICLE V - PURPOSE

The specific purposes for which this Limited Liability Company is organized are to receive and administer gifts and bequests of real property for educational and charitable purposes, all for the advancement of the University of Central Florida and its objectives; and to that end to take and hold, either absolutely or in trust for any of said purposes, real property of all kinds and personal property related to such real property, subject to any limitations or conditions imposed by law or the instrument under which received; to sell, lease, convey and dispose of any such property and invest and reinvest or distribute to its sole Member any proceeds and other funds.

The Limited Liability Company shall not engage, nor shall any of its funds, property, or income be used in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Limited Liability Company participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Limited Liability Company engage in subversive activities.

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No compensation shall be paid to any member, officer, director, trustee, creator, organizer of the Limited Liability Company or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Limited Liability Company.

ARTICLE VI POWERS

The Limited Liability Company shall have all of the powers of a Limited Liability Company as set forth in the Florida Limited Liability Company Act, Chapter 608, Florida Statutes (the "Act"), provided, however, it shall be limited to those which are strictly charitable. In no event shall this Limited Liability Company engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

The Limited Liability Company shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Limited Liability Company participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Limited Liability Company engage in subversive activities.

This Limited Liability Company is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

ARTICLE VII MEMBERSHIP INTERESTS AND ASSETS

This Limited Liability Company shall have only a single member. Any Member of this Limited Liability Company shall be an organization that is exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or Governmental Unit, or wholly-owned instrumentality of a State or Political Subdivision ("Instrumentality"). No membership interest of the Limited Liability Company may be transferred (directly or indirectly) to an organization or individual other than an organization qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or a Governmental Unit or Instrumentality, unless such transfer is an exchange for Fair Market Value of the interest being transferred. In the event that the sole Member of the Limited Liability Company shall cease to be qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, then such Member shall arrange to transfer its interest in the Limited Liability Company to another entity qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or a Governmental Unit or Instrumentality, within ninety (90) days of losing its exempt status.

ARTICLE VIII - LIQUIDATION, DISSOLUTION OR MERGER

Upon dissolution or liquidation of the Limited Liability Company, its assets shall be transferred or distributed only to its Member if, and only if, such Member is qualified under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or to an entity qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or to a

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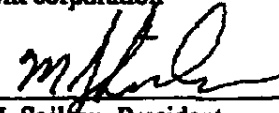
Governmental Unit or Instrumentality to be devoted exclusively to charitable purposes. In no event shall the Limited Liability Company merge with, consolidate with, or convert into an organization which is not either qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or a Governmental Unit or Instrumentality.

ARTICLE IX - AMENDMENTS

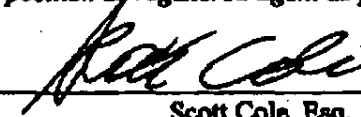
All amendments to these Articles or Organization of the Limited Liability Company shall be made by action of the sole member of the Limited Liability Company and shall be consistent with the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Dated: March 29, 2010.

UNIVERSITY OF CENTRAL FLORIDA
RESEARCH FOUNDATION, INC., a Florida
non-profit corporation

By: 
M.J. Soillan, President

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.


Scott Cole, Esq.
Registered Agent

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

FILING FEES:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$30.00 Certified Copy (OPTIONAL)
- \$5.00 Certificate of Status (OPTIONAL)

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