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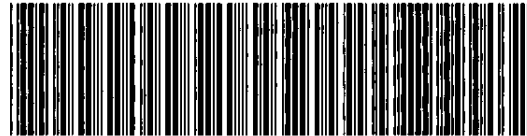
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TALLAHASSEE, FLORIDA

J. SAULSBERRY
EXAMINER
MAY 18 2011



COMMUNITY FOUNDATION
OF COLLIER COUNTY

May 16, 2011

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: CFCC Collier 211, LLC

To whom it may concern:

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

William S. Franz
CFCC Collier 211, LLC
c/o Community Foundation of Collier County
2400 Tamiami Trail North, Ste. 300
Naples, FL 34103
wfranz@cfcollier.org

For further information concerning this matter, please call:
William S. Franz at (239) 649-5000

Enclosed is a check for the following amount:
\$125 Filing Fee

Sincerely,

William S. Franz
Executive VP/COO

2010-2011

Board of Trustees

Dolly Bodick Roberts
CHAIR

Christopher P. Bray
CHAIR ELECT

Dennis C. Brown
SECRETARY

Thomas D. Gleason
TREASURER

William E. Thomas
IMMEDIATE PAST CHAIR

Jeffrey R. Erickson
Thomas D. McCann
MEMBERS, EXECUTIVE
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Paul W. Dresselhaus
Christine Flynn

J. Riley Goodlette
Lyman Groth

Mark Holtz
Alan M. Horton

William D. Lange
Ramiro Manalich

John J. Morgan
Alan D. Reynolds

John A. Sorey, III
Duane Stranahan

Harold L. Zink
Caitlin M. Murphy

PRESIDENT AND CEO

Trustees Emeriti

Jane Billings
Cornelius P. Cacho

Joe B. Cox
Alison K. Douglas

Linda C. Fiewelling
Marion T. Forté

Donald T. Franke
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Kevin C. Hale
Brad A. Havenmeier

Thomas E. Ingram
William L. Laimbeer

James B. Lancaster
L. Bates Lea

Linda R. Malone
John M. Passidomo

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Deborah L. Russell

Ned R. Sachs
Thomas G. Schneider

Michael J. Schroeder
Beverly A. Smith

Gordon R. Watson
Joanne S. Wyss

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

www.cfcollier.org

2400 Tamiami Trail North
Suite 300
Naples, FL 34103
P 239 649 5000
F 239 649 5337

**ARTICLES OF ORGANIZATION
OF
CFCC COLLIER 211, LLC**

Article I.

Name

The name of the limited liability company is: **CFCC COLLIER 211, LLC** (the "*Company*").

Article II.

Duration

The period of duration of for the Company is perpetual.

Article III.

Address

The mailing address and street address of the principal office is:

2400 Tamiami Trail North, Suite 300
Naples, Florida 34103

Article IV.

Exempt Nature of Activities and Purposes

The Company is organized and shall be operated exclusively for religious, charitable, scientific, literary, and/or educational purposes, each within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and corresponding provisions of any subsequent federal tax laws (the "*Code*") and the federal income tax regulations thereunder, by operating exclusively for the benefit of, to perform the functions of, or to carry out the purposes of its Members (the "*Company's Exempt Purposes*"). The nature of the Company's activities shall be to undertake or support , directly or indirectly, such projects, programs, services, and activities, at such times and in such places, within or without the United States of America, as the Members determine are appropriate to carry out, promote, or further the Company's Exempt Purposes. It is intended that the Company shall qualify for recognition, separate from its Members, as an organization that is exempt from federal income tax under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, that is not a private foundation, and to which transfers may be made that are deductible for federal income, gift, and estate tax purposes by resident and citizen's of the United States of America (a "*Qualified Charitable Organization*").

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Article V.
Registered Office and Agent

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

Community Foundation of Collier County
2400 Tamiami Trail North, Suite 300
Naples, Florida 34103

Having been named as registered agent and to accept service of process for the above state 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.

Community Foundation of Collier County
Registered Agent



William Franz, Executive VP/COO

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Article VI.
Nonprofit Company

The Company is nonprofit and shall not make distributions except to the Members or, if no Member is then a Qualified Charitable Organization, distributions shall be made in accordance with the provisions of the Article of these Articles of Organization entitled "Liquidation and Dissolution."

Article VII.
Management

The company is to be managed by one or more Managers who need not be Members, and is, therefore, a manager-managed company.

Article VIII.
Membership

All Members of the Company shall be Qualified Charitable Organizations. The initial Member of the Company is the **COMMUNITY FOUNDATION OF COLLIER COUNTY, INC.**, a Florida not-for-profit corporation.

Article IX.
Managers' and Member's Authority

Subject to the condition that no power or discretion shall be exercised by the Managers in any manner or for any purpose that is not consistent with the Company's Exempt Purposes and its ability to qualify for recognition as separate Qualified Charitable Organization, but without otherwise limiting the powers conferred upon the Managers by law, the Managers are authorized to engage in any lawful act or activity that is consistent with the Company's Exempt Purposes and its ability to qualify for recognition as a separate Qualified Charitable Organization, and to do everything necessary, suitable, convenient, or proper for, in connection with, or incident to the promotion, furtherance, or accomplishment of any of the Company's Exempt Purposes or designed, directly or indirectly, to promote the interests of the Company.

Pursuant to Section 608.4235, Florida Statutes, no Member of the Company shall be an agent of the Company for the purposes of its business solely by virtue of being a Member, and no Member may bind the Company by taking any action solely by virtue of being a Member.

Article X.
Written Operating Agreement

Any Operating Agreement entered into by the Members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among the Members and the Managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written Operating Agreement of the Company, as amended and in existence from time to time.

Article XI.
Liquidation or Dissolution


In the event of the liquidation or dissolution of the Company, whether voluntarily or involuntarily, no private individual or entity (other than a Qualified Charitable Organization) shall be entitled to any distribution or division of the Company's remaining assets or proceeds, except as provided by law. Upon winding up or dissolution of the Company, after paying or adequately providing for payment of the debts and obligations of the Company, the remaining assets shall be distributed to the Members in equal shares or, if the Members are not then Qualified Charitable Organizations, in such shares, in such manner, and exclusively for such of

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the Company's Exempt Purposes (including by distribution to or for the use of one or more Qualified Charitable Organizations described in Section 507(b)(1)(A) of the Code) as their Managers in their sole discretion determine. Any assets not so disposed of shall be disposed of by the Circuit Court of the Twentieth Judicial Circuit, Collier County, Florida (or any court of competent jurisdiction of the principal office of the Company is then located outside the State of Florida), exclusively for such of the Company's Exempt Purposes or to such one or more Qualified Charitable Organizations having similar charitable purposes as the court shall determine.

Dated this 16th day of May, 2011.

By:



William S. Franz, authorized agent

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