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## FLORIDA LIMITED LIABILITY CO. BRIDES AGAINST BREAST CANCER, LLC

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

## ARTICLES OF ORGANIZATION OF BRIDES AGAINST BREAST CANCER, LLC

The undersigned, authorized representative, hereby subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes) and in accordance with F.S. § 608.407.

Name. The name of the Company is:

Brides Against Breast Cancer, LLC

- 2. <u>Mailing Address and Street Address of Principal Office</u>. The mailing address and the street address of the principal office of the Company is 5481 Communications Parkway, Sarasota, Florida 34240.
- 3. <u>Name and Street Address of Initial Registered Agent.</u> The name and street address of the Company's initial registered agent is Carl W. Ritter, 5481 Communications Parkway, Sarasota, Florida 34240.
- 4. <u>Existence</u>. In accordance with F.S. § 608.409, the Company's existence shall begin at the date and time these Articles of Organization are filed, as evidenced by the Department of State's date and time endorsement.
- 5. <u>Amendment</u>. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.
- 6. <u>Purposes</u>. The purposes for which the Company is organized are exclusively charitable, scientific, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

The general nature, objects and purposes of the Company shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received and accepted by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer, sell, and distribute such property exclusively for charitable purposes.

The specific nature, objects and purposes of the Company shall be to support the charitable purposes of The Wellness Community – Southwest Florida, Inc., a Florida not-for-profit corporation d/b/a Cancer Support Community – Florida Suncoast.

The Company shall have all powers necessary to effectuate such purposes, provided, however, that it shall at all times meet such standards in all its activities as are or may be set by the laws of the State of Florida pertaining to such activities.

No part of the net earnings of the Company shall inure to the benefit of or be distributable to its trustees, officers, or other private persons, except that the Company shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the Company shall be the carrying on of propaganda, or otherwise attempting

to influence legislation, and the Company shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Company shall not carry on any activities not permitted to be carried on by a Company exempt from Federal Income Tax under Section 501(c)(3), of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

7. <u>Dissolution</u>. Upon the dissolution of the Company, the Company's member shall, after paying or making provisions for the payment of all of the liabilities of the Company, distribute all of the remaining assets of the Company to either: (i) the Company's member or (ii) to such other organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Law.

In witness whereof, the undersigned authorized representative has executed these Articles of Organization as of the 5<sup>th</sup> day of December 2011 (the "Execution Date").

Carl W. Ritter

Authorized Representative

## **ACKNOWLEDGEMENT OF REGISTERED AGENT**

In accordance with F.S. §§ 608.407(c) and 608.415, the undersigned is familiar with the obligations imposed on the position of registered agent by the Florida Limited Liability Company Act and hereby accepts appointment as the initial registered agent of the Company.

In witness whereof, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.

Carl W. Ritter

Registered Agent

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