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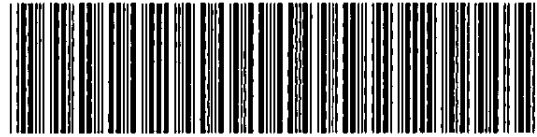
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TALLAHASSEE, FLORIDA

J. BRYAN

JUN -7 2012

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 230735 9666A
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 125.00

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ORDER DATE : June 6, 2012
ORDER TIME : 9:59 AM
ORDER NO. : 230735-005
CUSTOMER NO: 9666A

DOMESTIC FILING

NAME: ACCELERATE OCALA FIRST STEP
FUND, LLC

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
ACCELERATE OCALA FIRST STEP FUND, LLC
[A Florida Limited Liability Company]

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ARTICLE I
Name

The name of the Limited Liability Company is:

ACCELERATE OCALA FIRST STEP FUND, LLC (the "Company").
A Florida Limited Liability Company

ARTICLE II
Purpose

- 2.1 The purpose for which the Company is organized is to conduct any and all lawful business for which a Limited Liability Company can be organized pursuant to Section 608.403, Florida Statutes, including but not limited to acting as a primary funding source to support loan guarantees to qualified business start-ups launched through the business incubator initiated by the Ocala/Marion County Chamber of Commerce, or other existing qualified businesses in Ocala/Marion County, Florida, as determined qualified by the Manager in accordance with the standards, and direction, of the Company's Member.
- 2.2 The Company is intended to be an organization which is exempt from Federal income taxation under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent Federal tax laws (the "Code"), and which qualifies as "other than a private foundation" within the meaning of Section 509(a)(1) of the Code. All terms and provision of these Articles of Organization (and of any Operating Agreement of the Company) shall be construed, applied and carried out in accordance with such intent. Notwithstanding any provisions of these Articles, the Company shall not carry on any other activities not permitted to be carried on by a Company exempt from Federal income tax under Section 501(c)(3) of the Code.
- 2.3 No substantial part of the activities of the Company shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Company shall not participate in or intervene in (including the publishing or distributing of statements) and political campaign on behalf of any candidate for public office.
- 2.4 Upon the dissolution of the Company, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the Federal Government, or to a State or Local Government, for a public purpose. Any such assets not disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the organization is then located, exclusively for such purposes or to such

organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III
Duration

The duration of the Company shall be perpetual unless the Company is earlier dissolved in accordance with the provisions of the Florida Limited Liability Company Act, Sections 608.401 through 608.514, inclusive, of the Florida Statutes (the "Act") or the Company's Operating Agreement as executed by the Member (the "Operating Agreement").

ARTICLE IV
Company Liability

Pursuant to Sections 608.4227 and 608.4228, Florida Statutes, any and all debts, obligations or other liabilities of the Company are solely the responsibility of the Company. Any Manager or Member of the Company is not personally liable for such debts or liabilities solely by their title or in their position as it relates to the Company.

ARTICLE V
Address

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

310 SE Third Street
Ocala, FL 34471.

ARTICLE VI
Registered Agent

The name of the Registered Agent of the Company is:

STEVEN H. GRAY
125 NE 1st Avenue, Suite 1
Ocala, FL 34470

ARTICLE VII
Management

This Limited Liability Company is a Manager-managed Company.

ARTICLE VIII
Member

The sole Member of this Company, and its address, are as follows:

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COMMUNITY FOUNDATION OF OCALA/MARION COUNTY, INC.
310 SE Third Street
Ocala, FL 34471.

ARTICLE IX
Organizer

These Articles of Organization are executed by the undersigned Frank M. Hennessey, whose present address is:

12780 NW 35th Street
Ocala, Florida 34482

as the authorized representative of the Member of the Company.

ARTICLE X
Amendments

The Company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Organization, in the manner now or hereafter prescribed by the Act.

IN WITNESS WHEREOF, the undersigned organizer, as the authorized representative of the Member, has hereunto set his hand this 9th day of ~~February~~ March, 2012.

Frank M. Hennessey
FRANK M. HENNESSEY
Organizer

STATE OF FLORIDA
COUNTY OF MARION

The foregoing ARTICLES OF ORGANIZATION were acknowledged before me by FRANK M. HENNESSEY as an authorized representative of the Member of the above named Limited Liability Company, who is:

X personally known by me; OR
 produced a driver's license as identification.

Dated: this 9th day of ~~February~~ March, 2012.

BEVERLY J. HERNANDEZ
Notary Public, State of Florida
My comm. expires June 22, 2012
Comm. No. DD 799520

Beverly J. Hernandez
Print Name: _____
Notary Public _____
Commission number _____
Commission expires _____

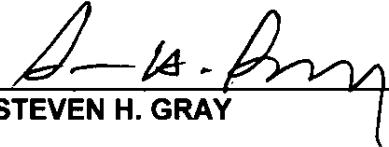
CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

The undersigned, **STEVEN H. GRAY** whose mailing address is:

125 NE First Avenue, Suite 1
Ocala, Florida 34470

is the initial Registered Agent named in these Articles of Organization to accept service of process for **ACCELERATE OCALA FIRST STEP FUND, LLC**, organized under the laws of the State of Florida, and he hereby accepts the appointment to serve as Registered Agent at the place designated in this Certificate.

DATED this 9th of March, 2012.


STEVEN H. GRAY

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