

# L12000104008

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FLORIDA LIMITED LIABILITY CO.  
Innovation Square, LLC

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**ARTICLES OF ORGANIZATION  
OF  
INNOVATION SQUARE, LLC**

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

**ARTICLE I - NAME OF COMPANY**

The name of the limited liability company is Innovation Square, LLC (the "Company").

**ARTICLE II - PRINCIPAL OFFICE**

The street address of the principal office of the Company is 747 SW 2<sup>nd</sup> Avenue, IMB #49, Gainesville, Florida 32601. The mailing address of the Company is Room 204, Tigert Hall, University of Florida, Gainesville, Florida 32611.

**ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the initial registered office of the Company in the State of Florida is Room 123, Tigert Hall, University of Florida, Gainesville, Florida 32611-3125. The name of the registered agent of the Company at that address is W. William Li.

**ARTICLE IV - MANAGEMENT**

The Company is to be a member-managed company. The name and address of the initial member of the Company are Shands Teaching Hospital and Clinics, Inc., 720 SW 2<sup>nd</sup> Avenue, Suite 360A, Gainesville, Florida 32601.

**ARTICLE V - PURPOSE OF THE COMPANY**

The Company is organized for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or

such corresponding section of any future federal tax code, and exclusively to further the charitable purposes of its members, all of which shall be organizations exempt from tax pursuant to Code Section 501(c)(3). No part of the net earnings of the Company shall inure to the benefit of any private person (other than as reasonable payment for services rendered by such person). 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 any political campaign (including publishing or distributing statements) on behalf of or in opposition to any candidate for public office. The Company shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Code Section 501(c)(3) of the Code, or (b) by an organization, contributions to which are deductible under Code Section 170(c)(2) of the Code.

Upon the dissolution of the Company, after the payment or provision for the payment of all of the liabilities of the Company, all of the assets of the Company shall be distributed to its members; provided, however, that if the Company's members are not organizations exempt from tax pursuant to Code Section 501(c)(3) at such time, then such assets shall be distributed to the University of Florida Foundation, Inc. or such other organization or organizations organized for the benefit of the University of Florida, provided that any such organization is exempt from federal income tax under Code Section 501(a) and is described in Code Section 501(c)(3).

#### ARTICLE VI - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

The undersigned member has made and subscribed these Articles of Organization this 3<sup>rd</sup>  
day of August, 2012.

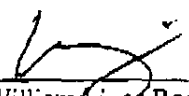
*Under penalties of perjury I declare that I have read the foregoing and know the  
contents thereof and that the facts stated herein are true and correct.*

SHANDS TEACHING HOSPITAL AND CLINICS,  
INC., a Florida not-for-profit corporation

By:   
Dr. David S. Guzik, M.D., Ph.D., President

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above  
referenced limited liability company, at the place designated in the foregoing Articles of  
Organization, I hereby accept such appointment and agree to act in such capacity. I further agree  
to comply with the provisions of all statutes relevant to the proper and complete performance of  
the duties of a registered agent, and I am familiar with, and accept the duties and obligations of,  
Section 608.415 of the Florida Statutes.

  
W. William Li, as Registered Agent

Date: August 13, 2012

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