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**COVER LETTER**

**TO: Registration Section  
Division of Corporations**

**SUBJECT: UACDC Microloan Fund, LLC**  
Name of Limited Liability Company

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

Please return all correspondence concerning this matter to the following:

William Seiter  
Name of Person

University Area Community Development Corporation, Inc  
Firm/Company

14013 North 22nd Street  
Address

Tampa, FL 33613  
City/State and Zip Code

wseiter@uacdc.org  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

William Seiter at ( 813 ) 558-5212 x 207  
Name of Person Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

- |  |  |   |   |
|--|--|---|---|
| <input type="checkbox"/> \$125.00 Filing Fee | <input checked="" type="checkbox"/> \$130.00 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &<br>Certified Copy<br>(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(additional copy is enclosed) |
|--|--|---|---|

**Mailing Address**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street/Courier Address**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

## **ARTICLES OF ORGANIZATION OF UACDC MICROLOAN FUND, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statute Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization

### **ARTICLE I NAME**

The name of the Limited Liability Company is UACDC Microloan Fund, LLC (the "Company")

### **ARTICLE II PURPOSE**

(a) The Company is not formed for pecuniary profit or financial gain. The company is irrevocably dedicated and operated exclusively for non-profit purposes. The purposes for which the Company is organized are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereto). Furthermore, the purposes for which the Company is organized are to be exclusively for the benefit of, to perform the functions of, or to carry out the purpose of the University Area Community Development Corporation, Inc. a Florida not-for-profit corporation ("UACDC" or "Member") in connection with the fostering of business microloans to businesses and entrepreneurs that have difficulty obtaining financing through traditional lending sources. The Company, in connection with furthering its stated purposes, shall limit its activities to transacting any and all lawful business for which a limited liability company may be formed, provided, however, all of the same is undertaken solely in accordance with the purposes of the not-for-profit status of the Member under Section 501(c)(3) of the internal Revenue Code of 1986, as amended (or any successor thereto).

(b) The Company shall devote no substantial part of its time, money, effort, or personnel to lobbying in any political campaign for or against any candidate for public office. Notwithstanding any other provision of the Articles, the Company shall not carry on any activities not permitted to be carried on by entities exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereto).

### **Article III BUSINESS ADDRESS**

The address of the principle office is 14013 North 22<sup>nd</sup> Street, Tampa FL 33613

**Article IV**  
**MAILING ADDRESS**

The mailing address of the Company is 14013 North 22<sup>nd</sup> Street, Tampa FL 33613

**Article V**  
**REGISTERED AGENT**

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

Marsha G. Rydberg  
1304 DeSoto Avenue  
Suite 202  
Tampa, FL 33606

**Article VI**  
**MEMBER & AGREEMENT**

The Member is University Area Community Development Corporation, Inc. The company is to be managed by its Member and, therefore, is a member-managed company.

**Article VII**  
**TERM**

The Company shall have a perpetual existence.

**Article VIII**  
**DISSOLUTION**

Upon dissolution of the Company, the Member shall, after paying or making provision for the payment of all liabilities of the Company, dispose of all of the assets of the Company by distribution exclusively to the Member or one or more organizations which themselves are an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereof) or to the federal state or local government for exclusive public purpose.

**Article IX**  
**NO PERSONAL LIABILITY**

The managers, officers and agents of the Company shall not be held personally liable or responsible for any contracts, debts or defaults of the Company while acting for or on behalf of the Company in any official and authorized capacity. The Company shall indemnify all of its managers,

officer and agents and all of its former managers, officers and agents to the fullest extent permitted by law.


**Article X**  
**PROHIBITION AGAINST PRIVATE BENEFIT**

No part of the net earnings of the Company shall inure to the benefit of, or be distributable to its members, officers, other private persons or for-profit corporations, 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 in Article II herein.

**Article XI**  
**AMENDMENTS**

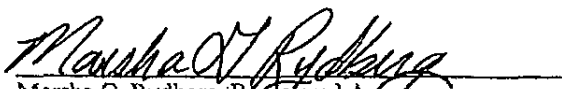
The Articles of Organization of this limited liability company may only be amended in compliance with the other limitations in these Articles of Organization. No member shall be obliged to contribute additional capital to the Company.

IN WITNESS WHEREOF, the undersigned has made and subscribed the Articles of Organization for the foregoing uses and purposes this 11 day of July, 2014

  
Daniel Jurnag, Authorized Representative

**ACCEPTANCE BY  
REGISTERED AGENT**

Having been named as registered agent and to accept service of process for UACDC Microloan Fund, LLC 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 obligation of my position as registered agent.

  
Marsha G. Rydberg, Registered Agent