

L15000082571

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

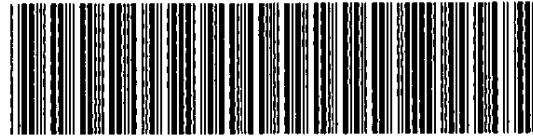
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000271664040

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATE
REGISTRATION
15 MAY 11 PM 4:25
NO LONGER
TO ACKNOWLEDGE
SUFFICIENT OF FILING

FILED
15 MAY 11 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 624600 80420A

AUTHORIZATION :

[Signature]

COST LIMIT : \$125.00

ORDER DATE : May 11, 2015

ORDER TIME : 3:18 PM

ORDER NO. : 624600-005

CUSTOMER NO: 80420A

DOMESTIC FILING

NAME: THE P3 INSTITUTE, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lydia Cohen - EXT. 62974

EXAMINER'S INITIALS:

FILED
15 MAY 11 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
THE P3 INSTITUTE, LLC**

The undersigned, being authorized to execute and file these Articles of Organization to form the Limited Liability Company hereinafter named, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is: THE P3 INSTITUTE, LLC.

ARTICLE II — Address:

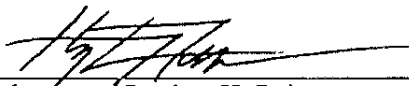
The mailing address and street address of the principal office of the Limited Liability Company is: One S.E. Third Avenue, Suite 3050, Miami, FL 33131.

ARTICLE III — Designation of Registered Agent and Registered Office:

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

Stephen H. Reisman, Esq.
One S.E. Third Avenue, Suite 3100
Miami, FL 33131

Having been named as Registered Agent and to accept service of process for the above named Limited Liability Company at the place above 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 605, F.S.



Registered Agent – Stephen H. Reisman

ARTICLE IV — Management:

The name and address of each person authorized to manage and control the Limited Liability Company:

<u>Title</u>	<u>Name and Address</u>
MGR	Stephen H. Reisman, Esq. 1 S.E. Third Avenue, Suite 3100 Miami, FL 33131

This instrument was prepared by:
Donald S. Rosenberg, Esq.
Peckar & Abramson
One S.E. Third Avenue, Suite #3100
Miami, FL 33131
305/358-2600
Florida Bar No. 068388

FILED
15 MAY 11 AM 11:25
SECRETARY OF STATE
ALLAHASSEE, FLORIDA

MGR

Neal I. Sklar, Esq.
1 S.E. Third Avenue, Suite 3100
Miami, FL 33131

MGR

Frank M. Rapoport
41 Madison Avenue, 20th Floor
New York, N.Y. 10010

ARTICLE V —Effective Date

The effective date of the existence of this Limited Liability Company shall be the date of subscription of these Articles of Organization if such date is within five (5) business days prior to the date of filing of these Articles of Organization in the office of the Secretary of State of Florida, otherwise the commencement date shall be the date of such filing.

ARTICLE VI – Purpose and Powers:

The Limited Liability Company is organized for the purpose of the conduct of any and all lawful business for which a limited liability company may be organized under the Florida Limited Liability Company Act, Chapter 605, Florida Statutes, and may do and perform any and all acts and deeds lawful to be done and performed by a limited liability company under said law, all within and without the United States of America, including, without limiting the generality of foregoing:

(a) the limited liability company is organized for the purpose of preparing, developing, distributing and publishing documents of an educational, instructive and informative nature to promote Public-Private Partnerships and to encourage the participation in, and use of, said Public-Private Partnership by parties who are in the business of owning, designing, constructing, operating and maintaining projects of all kinds beneficial to the general public, particularly where governmental entities are otherwise unable to reasonably finance such projects and in furtherance thereof to prepare, develop, sponsor, conduct and hold seminars, conferences and other programs; and

(b) the limited liability company may acquire, own, operate, manage, lease, sell, repair, replace, construct, improve and finance, on a secured or unsecured basis, real and personal and intangible property of every kind nature and description relating to any business purpose of the Company, and make and enter into contracts of every kind and to do all things necessary, customary, convenient and incidental to accomplishing any of the foregoing, including the ownership and participation in general and limited partnerships, limited liability companies and other entities.

The Limited Liability Company shall have the same powers as an individual to do all things necessary or convenient to conduct its business and affairs, including, without limitation, all powers now and hereafter authorized under the laws of the United States, the State of Florida and any other State or Country in which the Company may do business and/or own property.

This instrument was prepared by:
Donald S. Rosenberg, Esq.
Peckar & Abramson
One S.E. Third Avenue, Suite #3100
Miami, FL 33131
305/358-2600
Florida Bar No. 068388

FILED
MAY 11 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII — Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE VIII – Admission of Additional Members:

Additional members may be admitted to the Limited Liability Company only with the consent in writing of all members and such admission shall be upon such terms and conditions as shall be established in writing by said members.

ARTICLE IX – Members' Rights to Continue Business on Termination of Member

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the membership of a member in the Limited Liability Company, the Limited Liability Company shall be dissolved unless the owners and holders of a majority, in dollar amount, of the capital accounts of the Limited Liability Company, excluding the capital account of the terminated member, consent either in writing or by vote at a meeting of the members to continue the business of the Limited Liability Company.

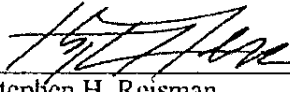
ARTICLE X – Execution of Instruments and Documents

Any instrument or document with respect to the acquisition, ownership, mortgage or disposition of any property of the Limited Liability Company, including but not limited to deeds, bills of sale, notes, bonds, mortgages, deeds of trust, leases, releases and contracts of every nature executed by the Manager of the Limited Liability Company, or any Manager in the event there shall ever be more than one (1) Manager then serving, shall be valid and binding upon any and all Managers and the Limited Liability Company.

ARTICLE XI – Regulations

Regulations for the management and regulation of the affairs of the Limited Liability Company may only be adopted, amended and repealed by written instrument executed by all of the members, except as may be provided in the Regulations.

IN WITNESS WHEREOF, these Articles of Organization have been subscribed by the undersigned authorized representative of the members this 11th day of May, 2015. (In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in S.817.155, F.S.)


Stephen H. Reisman

This instrument was prepared by:
Donald S. Rosenberg, Esq.
Peckar & Abramson
One S.E. Third Avenue, Suite #3100
Miami, FL 33131
305/358-2600
Florida Bar No. 068388

FILED
15 MAY 11 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA