

216 000 223791

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

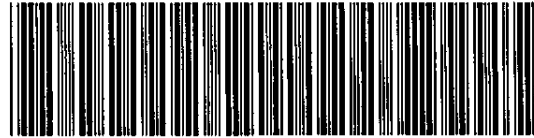
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



300293055933

12/09/16--01019--019 \*\*125.00

SEP - 16 2016  
16 DEC - 9 PM 1:57  
STATE  
OFFICE

M. MOON  
DEC 09 2016



# NCF Corporation<sup>SM</sup>

December 7, 2016

New Filing Section  
Division of Corporation  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**VIA FEDERAL EXPRESS OVERNIGHT DELIVERY**

**SUBJECT:** NCT-164, LLC

To Whom It May Concern:

The enclosed Articles of Organization for NCT-164, LLC and fee(s) are submitted for filing.  
Please return all correspondence concerning this matter to the following:

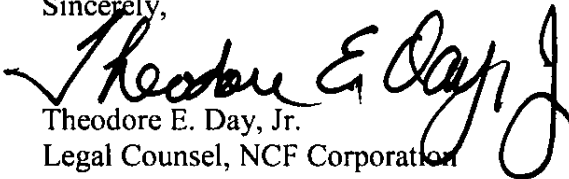
Theodore E. Day, Jr.  
11625 Rainwater Drive  
Suite 500  
Alpharetta, Georgia 30009  
[tday@ncfgiving.com](mailto:tday@ncfgiving.com)

For further information concerning this matter, please call:

Theodore E. Day, Jr. at (678) 892-1743.

Enclosed is a check for the following amount: \$125.00 Filing Fee.

Sincerely,

  
Theodore E. Day, Jr.  
Legal Counsel, NCF Corporation

Enclosures (2)

cc: Michele Shively, Administrative Assistant

FILED  
SEC. OF STATE  
TALLAHASSEE, FLORIDA  
16 DEC -9 PM 1:57

**ARTICLES OF ORGANIZATION  
OF  
NCT-164, LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I – Name:**

The name of the limited liability company (hereinafter referred to as the "Company") is:  
NCT-164, LLC.

**ARTICLE II – Address:**

The mailing address and street address of the principal office of the Company is:  
707 North Franklin Street, Suite 800, Tampa, Florida 33602

**ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature:**

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

NCF Corporation  
707 North Franklin Street, Suite 800  
Tampa, Florida 33602

Having been named as registered agent and to accept service of process for the above stated Company at the place designated in this certificate, NCF Corporation hereby accepts the appointment as registered agent and agrees to act in this capacity. NCF Corporation further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of Registered Agent, and the undersigned officer of NCF Corporation is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 605, F.S.

NCF Corporation

By:  \_\_\_\_\_  
Ken Collins, President

**ARTICLE IV – Manager:**

The Company shall be managed by a Manager, who may, but need not, be the Member. The Manager, on behalf of the Company, shall have the power to do any and all acts necessary or convenient to, or for the furtherance of, the Company's business and affairs, except to lease, exchange, transfer or dispose of 10% or more of the property or assets of the Company, which shall require the written approval of the Member. The Manager may not adopt an operating agreement at any time without the written approval of the Member. Such written approval may be made by electronic mail or facsimile. The name and address of the initial Manager is as follows:

Theodore E. Day, Jr.  
11625 Rainwater Drive, Suite 500  
Alpharetta, Georgia 30009

FILED  
SECRETARY OF STATE  
16 DEC -9 PM 1:57

**ARTICLE V - Removal of Manager:**

The Member, at any time and from time to time and for any reason, may remove a Manager then acting and elect a new Manager.

**ARTICLE VI – Member:**

The Member's name and address are: NCF Charitable Trust, 707 North Franklin Street, Suite 800, Tampa, Florida 33602.

**ARTICLE VII – Assignability of Membership Interest, Admission of a Successor Member:**

The Member's interest in the Company is assignable, in whole but not in part, either voluntarily or by operation of law. In the event of any transfer of the Member's interest in the Company to a successor, the successor shall thereupon become a Member and the Company shall be continued. If the Member is an entity, such as a trust, that entity remains the Member even if the fiduciary of that entity, such as a trustee, changes.

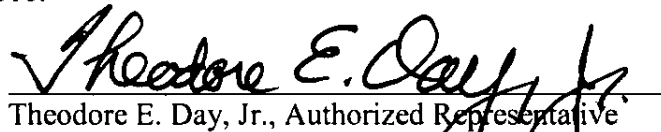
**ARTICLE VIII – Indemnification:**

No indemnification will be provided to the Manager, except as determined by the Member on a case by case basis.

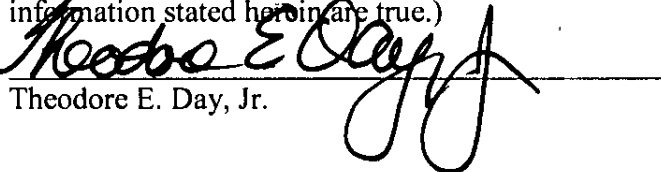
**ARTICLE IX - Member Limit:**

While the Company is in existence, the Company shall not have more than one member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 7<sup>th</sup> day of December, 2016.

  
Theodore E. Day, Jr., Authorized Representative

(In accordance with section 605.0205(b)(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the information stated herein are true.)

  
Theodore E. Day, Jr.

**ARTICLES OF ORGANIZATION**  
**OF**  
**NCT-164, LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I – Name:**

The name of the limited liability company (hereinafter referred to as the "Company") is:  
NCT-164, LLC.

**ARTICLE II – Address:**

The mailing address and street address of the principal office of the Company is:  
707 North Franklin Street, Suite 800, Tampa, Florida 33602

**ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature:**

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

NCF Corporation  
707 North Franklin Street, Suite 800  
Tampa, Florida 33602

Having been named as registered agent and to accept service of process for the above stated Company at the place designated in this certificate, NCF Corporation hereby accepts the appointment as registered agent and agrees to act in this capacity. NCF Corporation further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of Registered Agent, and the undersigned officer of NCF Corporation is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 605, F.S.

NCF Corporation

By: \_\_\_\_\_

Ken Collins, President

**ARTICLE IV – Manager:**

The Company shall be managed by a Manager, who may, but need not, be the Member. The Manager, on behalf of the Company, shall have the power to do any and all acts necessary or convenient to, or for the furtherance of, the Company's business and affairs, except to lease, exchange, transfer or dispose of 10% or more of the property or assets of the Company, which shall require the written approval of the Member. The Manager may not adopt an operating agreement at any time without the written approval of the Member. Such written approval may be made by electronic mail or facsimile. The name and address of the initial Manager is as follows:

Theodore E. Day, Jr.  
11625 Rainwater Drive, Suite 500  
Alpharetta, Georgia 30009

**ARTICLE V - Removal of Manager:**

The Member, at any time and from time to time and for any reason, may remove a Manager then acting and elect a new Manager.

**ARTICLE VI – Member:**

The Member's name and address are: NCF Charitable Trust, 707 North Franklin Street, Suite 800, Tampa, Florida 33602.

**ARTICLE VII – Assignability of Membership Interest, Admission of a Successor Member:**

The Member's interest in the Company is assignable, in whole but not in part, either voluntarily or by operation of law. In the event of any transfer of the Member's interest in the Company to a successor, the successor shall thereupon become a Member and the Company shall be continued. If the Member is an entity, such as a trust, that entity remains the Member even if the fiduciary of that entity, such as a trustee, changes.

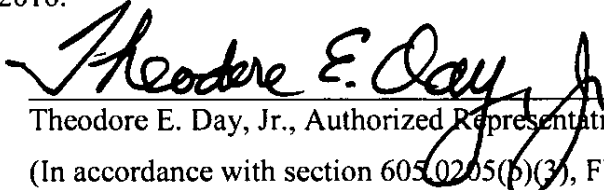
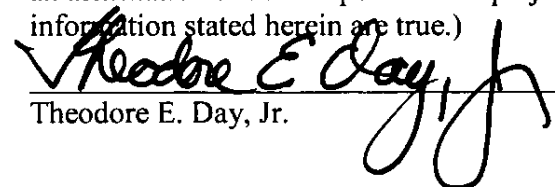
**ARTICLE VIII – Indemnification:**

No indemnification will be provided to the Manager, except as determined by the Member on a case by case basis.

**ARTICLE IX - Member Limit:**

While the Company is in existence, the Company shall not have more than one member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 7<sup>th</sup> day of December, 2016.

  
\_\_\_\_\_  
Theodore E. Day, Jr., Authorized Representative  
(In accordance with section 605.0205(5)(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the information stated herein are true.)  
  
\_\_\_\_\_  
Theodore E. Day, Jr.