

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: CFF I, 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:

Kim Tadlock
Name of Person

Capitol Corporate Services, Inc.
Firm/Company

206 E. 9th St., Ste 1300
Address

Austin, TX 78701
City/State and Zip Code

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

For further information concerning this matter, please call:

Kim Tadlock at (**800**) **345-4647**
Name of Person Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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**ARTICLES OF ORGANIZATION
OF
CFF I, LLC**

These Articles of Organization are executed for the purpose of forming a limited liability company pursuant to the Florida Revised Limited Liability Company Act, Florida Statutes, Chapter 605.

1. The name of the limited liability company ("Company") is CFF I, LLC.
2. The mailing address and the street address of the principal office of the Company are as follows:

800 North Magnolia Avenue
Suite 1200
Orlando, Orange County, Florida 32803

3. The name and Florida street address of the Company's registered agent for service of process in the state are:

Mark Brewer
800 North Magnolia Avenue
Suite 1200
Orlando, Orange County, Florida 32803

Having been named as registered agent and to accept service of process for the above stated Company 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 obligations of my position as registered agent as provided in Chapter 605, Florida Statutes.



MARK BREWER, Registered Agent

4. The name and address of each Manager of the Company are as follows:

<u>Manager</u>	<u>Address</u>
Mark Brewer	800 North Magnolia Avenue, Suite 1200 Orlando, Orange County, Florida 32803
Rob Panepinto	800 North Magnolia Avenue, Suite 1200 Orlando, Orange County, Florida 32803
Meghan Warrick	800 North Magnolia Avenue, Suite 1200 Orlando, Orange County, Florida 32803
Robert Newland	800 North Magnolia Avenue, Suite 1200 Orlando, Orange County, Florida 32803
Shawn Seipler	800 North Magnolia Avenue, Suite 1200

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Orlando, Orange County, Florida 32803

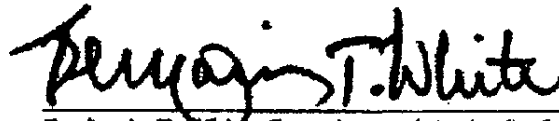
5. The Company shall be organized, and at all times thereafter operated, exclusively for public charitable uses and purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code"), including without limitation serving as a social enterprise accelerator of the Central Florida Foundation which provides support for the pursuit of substantial public interest goals and for conceiving ideas and developing business plans, research and market intelligence, product definition, support in market entry to access customers and distribution channels, advice and assistance in leveraging funding, and other similar services directed to the creation of social enterprises. The Company shall serve only such purposes and functions and shall engage only in such activities as are exclusively charitable and are entitled to charitable status under section 501(c)(3) of the Code.
6. The Company shall be neither organized nor operated for pecuniary gain or profit.
- (a) No part of the net earnings of the Company shall inure to the benefit of, or be distributable to, any member, manager or officer of the Company, or any other private person.
- (b) The Company shall not carry on propaganda, or otherwise attempt to influence legislation, to an extent that would disqualify it for tax exemption under section 501(c)(3) of the Code by reason of attempting to influence legislation. The Company shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.
- (c) Notwithstanding any other provision of these Articles of Organization, the Company shall not carry on any other activities not permitted to be carried on:
- (i) by an organization exempt from federal income taxation under section 501(c)(3) of the Code; or
- (ii) by an organization, contributions to which are deductible for federal income tax purposes under section 170(e)(1) or (2) of the Code and for federal gift tax purposes under section 2522(a)(1) or (2) of the Code.
- (d) During such periods, if any, as the Company is classified as a "private foundation" as defined in section 509(a) of the Code, the Company:
- (i) shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code;
- (ii) shall not engage in any act of self-dealing as defined in section 4941(d) of the Code;
- (iii) shall not retain any excess business holdings as defined in section 4943(c) of the Code;
- (iv) shall not make any investment in such manner as to subject it to tax under section 4944 of the Code; and

(v) shall not make any taxable expenditures as defined in section 4945(d) of the Code.

- 7. Upon dissolution of the Company, all assets of the Company shall be distributed exclusively for the purposes of the Company in such manner, or to such organization or organizations organized and operated exclusively for public charitable uses and purposes, as shall at the time qualify as exempt from taxation under section 501(c)(3) of the Code as the members of the Company shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the Company 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.
- 8. Notwithstanding any other provision of these Articles of Organization, during such periods as the Company has only one member, nothing contained in these Articles of Organization shall be deemed to constitute an election to be classified as an association pursuant to Treas. Reg. Section 301.7701-3(c)(1)(v) (or any successor provision to such regulation), it being the intent of the Company that, as long as the Company has only one member, the Company shall, to the extent permitted by the Code and the Treasury Regulations promulgated thereunder, be disregarded as an entity separate from its owner within the meaning of Treas. Reg. Section 301.7701-3(a) (or any successor provision to such regulation).
- 9. Management of the Company shall be vested in one or more Managers.
- 10. The Organizer of the Company is Benjamin T. White, whose address is as follows:

Alston & Bird LLP
 One Atlantic Center
 1201 West Peachtree Street
 Atlanta, Georgia 30309-3424.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 24th day of January, 2017.



Benjamin T. White, Organizer and Authorized
 Representative of the Member

In accordance with Chapter 605, Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under 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 of Florida constitutes a third degree felony as provided in Section 817.155, Florida Statutes.

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