

12/4/2020

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Division of Corporations

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SOUTH UNIVERSITY OF FLORIDA - MEMBER, LLC**

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
SOUTH UNIVERSITY OF FLORIDA – MEMBER, LLC**

The undersigned, sole member of the above captioned Limited Liability Company, under the provisions of the Florida Revised Limited Liability Company Act, Chapter 605, *Florida Statutes*, adopts the following Articles of Organization:

**ARTICLE I
NAME & ADDRESS**

The name of this limited liability company is "South University of Florida- Member, LLC" (the "Company"), and its principal office and mailing address is 9801 Belvedere Road, Royal Palm Beach, FL 33411.

**ARTICLE II
DURATION**

The term of the Company shall be perpetual unless otherwise terminated in accordance with the provisions of the Operating Agreement of the Company.

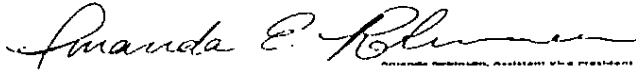
**ARTICLE III
PURPOSE**

The Company and the nature of the business to be conducted and promoted by the Company is (a) engaging in any lawful act or activity for which limited liability companies may be formed under the *Florida Statutes* and (b) engaging in any and all activities necessary or incidental to the foregoing.

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ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the registered office of the Company shall be 1201 Hays Street, Tallahassee, Florida 32301, and the initial registered agent or the Company at such address is Corporate Service Corporation.


Amanda E. Blum, Assistant Vice President

ARTICLE V
OPERATING AGREEMENT

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

ARTICLE VI
MANAGEMENT OF THE COMPANY

The Company shall be managed by its member(s). The name and address of the Company's current sole member is:

South University Savannah, LLC,
a Georgia non-profit limited liability company
709 Mall Boulevard
Savannah, GA 31406

ARTICLE VII
INDEMNIFICATION

If the criteria set forth in §605.0408, *Florida Statutes*, or any successor statute, and any criteria set forth in the Company's Operating Agreement have been met, then the Company shall indemnify any manager or member, or former manager or member, his or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by §605.0408, *Florida Statutes*.

IN WITNESS WHEREOF, the undersigned authorized representative of the sole member
has executed these Articles of Organization as of December 4, 2020.

SOUTH UNIVERSITY SAVANNAH, LLC

By: Steven Yoho
Name: Steven K. Yoho
Title: Chancellor