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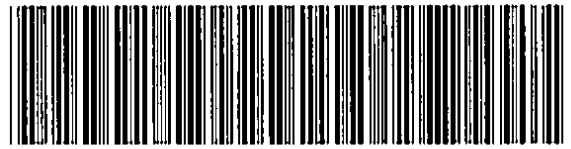
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# CRAMER, PRICE & de ARMAS, P.A.

ATTORNEYS AT LAW

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ORLANDO, FLORIDA 32804

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March 6, 2020

Of Counsel: Philip A. Thar  
(1939-2003)

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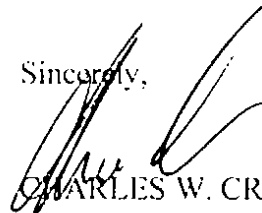
Re: Baptist Terrace Legacy, LLC

To Whom It May Concern:

Enclosed herewith please find an original and one copy of the Articles of Organization of Baptist Terrace Legacy, LLC. In addition, enclosed is a check payable to the Florida Secretary of State in the amount of \$125.00. Please return all correspondence concerning this matter to me.

Thank you in advance for your cooperation.

Sincerely,



CHARLES W. CRAMER

CWC:bw  
Enclosures

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## **ARTICLES OF ORGANIZATION OF BAPTIST TERRACE LEGACY, LLC**

The undersigned Authorized Representative of the Member of this limited liability company pursuant to Chapter 605 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

### **ARTICLE I: NAME**

The name of this limited liability company shall be Baptist Terrace Legacy, LLC (the "Company").

### **ARTICLE II: PRINCIPAL OFFICE**

The principal office and mailing address of the Company shall be located at 3000 South John Young Parkway, Orlando, Florida 32805.

### **ARTICLE III: DURATION**

The Company's period of duration is perpetual.

### **ARTICLE IV: MANAGEMENT**

This Company shall be managed by its Managers in accordance with its Operating Agreement and the Florida Revised Limited Liability Company Act, as amended.

The initial Managers of this LLC are the following:

Robert E. Kelsey  
3000 South John Young Parkway  
Orlando, Florida 32805

Wilburn T. Mowdy  
3000 South John Young Parkway  
Orlando, Florida 32805

Alan E. Hair  
3000 South John Young Parkway  
Orlando, Florida 32805

Lloyd M. Blackburn  
3000 South John Young Parkway  
Orlando, Florida 32805

Robert L. Mellen, III  
3000 South John Young Parkway  
Orlando, Florida 32805

### **ARTICLE V: MEMBER**

The initial Member of the Company is: The First Baptist Church of Orlando, Inc. located at 3000 South John Young Parkway, Orlando, Florida 32805.

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## **ARTICLE VI: ADDITIONAL MEMBERS**

New Members of this Company may only be admitted by consent of the initial Member. A Member of this Company is prohibited from transferring its interest in the Company to any third party, unless the initial Member agrees to the transfer and such transfer to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code.

## **ARTICLE VII: LIMITATION OF AGENCY AUTHORITY OF MEMBERS**

No Member of this Company shall be an agent of the Company solely by virtue of being a Member.

## **ARTICLE VIII: LIMITATION OF PURPOSE**

The purpose of the Company shall be the following: to engage in the business of such activities as are approved by the Member(s) in accordance with the Company's Operating Agreement and to engage in any lawful act or activities necessary and incidental thereto, so long as the Company shall not carry on any activities not permitted to be carried on by (a) an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code.

## **ARTICLE IX: DISSOLUTION**

Upon the dissolution of the Company, assets of the Company shall be distributed to the Member(s) of the Company who at that time qualify for exemption under Section 501(c)(3) in proportion to their relative membership interest in the Company and if no such entities exist then to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government for a public purpose.

## **ARTICLE X: REGISTERED AGENT**

The name and address of the Company's Registered Agent are:

Charles W. Cramer  
1411 Edgewater Drive, Suite 200  
Orlando, Florida 32804

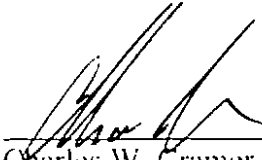
In accordance with Section 605.0203, Florida Statutes, I have signed these Articles of Organization as an Authorized Representative of the Member this 6 day of MARCH, 2020.

  
\_\_\_\_\_  
Charles W. Cramer

## REGISTERED AGENT STATEMENT

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated above, 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 related 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 of Florida Statutes.

Dated this 6 day of March, 2020.

  
\_\_\_\_\_  
Charles W. Cramer, Registered Agent