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Florida Department of State  
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FLORIDA LIMITED LIABILITY CO.  
Quest for Success LLC

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Quest for Success, Inc.  
2706 S. Horseshoe Drive  
Naples, FL 34104

May 22, 2020

Florida Department of State  
Division of Corporations  
New Filing Section  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

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SEC. OF STATE  
TALLAHASSEE, FL 32303

**Re: Consent to Use of Similar Name**

Dear Sir or Madam:

I hereby certify that I am the duly authorized Chairman of Quest for Success, Inc., a Florida Not For Profit Corporation, formed pursuant to its Articles of Incorporation filed with the Florida Department of State, Division of Corporations on November 1, 1990 and assigned Florida document number N40631, as amended on February 1, 2016 and November 10, 2016.

Quest for Success, Inc. hereby consents to the use of the words, "Quest for Success" as a part of the name of a limited liability company to be filed on or about the date hereof, for the purposes of formation of a Florida limited liability company. The authorized representative as set forth in the Articles of Organization for Quest for Success LLC, is authorized to take any action as shall be necessary to complete the formation of "Quest for Success LLC" as a Florida limited liability company.

Sincerely,

Thomas R. Grady  
Chairman

**ARTICLES OF ORGANIZATION  
OF  
QUEST FOR SUCCESS LLC**

Quest for Success LLC, a Florida limited liability company (the "Company") hereby adopts the following Articles of Organization (the "Articles") pursuant to the Florida Revised Limited Liability Company, Chapter 605 (the "Florida Act"):

**ARTICLE I  
NAME AND ADDRESS**

The name of the Company is QUEST FOR SUCCESS LLC. The principal office or mailing address of the Company is 2706 S. Horseshoe Drive, Naples, Florida 34104.

**ARTICLE II  
PURPOSE**

The Company is organized and shall be operated exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law (the "Code") and is not formed for pecuniary profit or financial gain. Notwithstanding any other provisions of these Articles to the contrary, the Company shall not have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) of the Code; nor shall the Company engage directly or indirectly in any activity which would cause the loss of such qualification.

In furtherance of the foregoing, the purpose of the Company is limited to all lawful acts and activities reasonably necessary or desirable to achieve the following vision for college bound students regardless of their socioeconomic background, ability to pay or, to the extent feasible as a spillover benefit, their enrollment in a program sponsored by the Company:

1. Discover students' skills, strengths and aptitudes to assist in identifying colleges and universities where they are highly likely to succeed;
2. Assist students with the college and financial aid application process and identify sources of scholarship funds to pay for all or some of their college and university expenses; and
3. Identify the best fit for each student and the best method of payment such that each student will graduate in four years or less with little or no college debt with a degree representing skills sought by employers in the free marketplace leading to a good job and, in turn, leading to self-sufficiency, self-esteem and economic freedom without the need to rely on government, charitable organizations or others to lead a happy, productive life.

### **ARTICLE III MANAGEMENT**

The name and address of the persons authorized to manage and control the Company and the terms under which the Company shall be governed shall be set forth in the Operating Agreement for the Company.

### **ARTICLE IV PROPERTY**

Title to all property of the Company shall be held in the name of the Company or as otherwise may be provided pursuant to the authority of the Operating Agreement of the Company. Any gift, bequest, devise or donation of any kind whatsoever to the Company or its Managers shall be deemed to vest title in the Company.

### **ARTICLE V REGISTERED AGENT**

The name and address of the initial registered agent of the Corporation is: HL Statutory Agent, Inc., 5811 Pelican Bay Boulevard, Suite 650, Naples, Florida 34108.

### **ARTICLE VI AMENDMENTS**

These Articles may be amended as provided in the Operating Agreement.

### **ARTICLE VII DISTRIBUTION UPON DISSOLUTION**

Upon the liquidation or dissolution of the Company, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Company, shall be distributed to one or more organizations qualified as exempt under Section 501(c)(3) of the Code and which are classified as public charities under Sections 509(a)(1) and/or (2) of the Code.

### **ARTICLE VIII TAX-EXEMPT RESTRICTIONS**

**Section 1. Prohibition on Private Inurement.** Notwithstanding any other provision of these Articles to the contrary, no part of the net earnings, current or accumulated, or property of the Company shall inure to the benefit of, or be distributed to, any member (other than a member which is exempt from federal income tax under Section 501(c)(3) of the Code), director, officer, or other private persons, except that the Company shall be authorized and

empowered to pay reasonable compensation for services actually rendered and to make payment and distributions in furtherance of the purposes set forth in these Articles.

**Section 2. Limitation on Lobbying Activities.** Notwithstanding any other provision of these Articles to the contrary, no substantial part of the activities of the Company shall be carrying on of propaganda, or otherwise attempting to influence legislation.

**Section 3. Prohibition on Intervening in Political Campaigns.** Any other provisions of these Articles notwithstanding, the Company shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

**Section 4. Tax-Exempt Status.** Notwithstanding any other provision of these Articles to the contrary, the Company shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by an organization, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), and 2522(a)(2) of the Code.

#### ARTICLE IX INDEMNIFICATION

The Company shall indemnify any officer, director, employee or agent, or any former officer, former director, former employee or former agent, to the fullest extent permitted by law.

By:

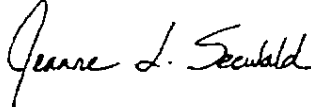
Printed Name:

Thomas R. Brady, Chairman  
Authorized Representative

**QUEST FOR SUCCESS LLC  
ACCEPTANCE OF REGISTERED AGENT**

HL Statutory Agent, Inc., 5811 Pelican Bay Boulevard, Suite 650, Naples, Florida 34108, being named in the Articles of Organization of **QUEST FOR SUCCESS LLC**, as the registered agent of the not-for-profit limited liability company, hereby consents to accept service of process for the not-for-profit limited liability company at the address set forth above, and accepts the appointment as registered agent and agrees to act in this capacity. By the authorized signature below, the registered agent agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties. By the authorized signature below, the registered agent signifies that it is familiar with and accepts the obligations of the position of registered agent as provided in Florida Statutes Chapter 605.

HL STATUTORY AGENT, INC.,  
Registered Agent

By:   
Jeanne L. Seewald, Vice President

Date: 05/27/2020