

L210000005099

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☒ MAIL

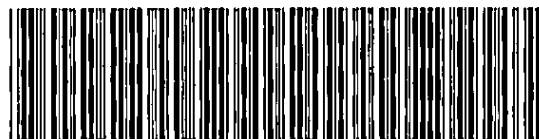
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



400357190914

01/07/21--01001--000 \*\*125.00

2021 JAN -7 AM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FL

2021 JAN -7 PM 12:08

FILED

COVER LETTER

TO: New Filing Section  
Division of Corporations

SUBJECT: CFTEFF L.L.C.  
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:

James R. Brewster  
Name of Person

James R. Brewster Attorney at Law  
Firm/Company

547 North Monroe St. Suite 203  
Address

Tallahassee, FL 32301  
City/State and Zip Code

jbrewster@jsna.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

James R. Brewster at ( 850 ) 561-1037  
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  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

FILED

2021 JAN -7 PM 12:08

SECRETARY OF STATE  
TALLAHASSEE, FL

ARTICLES OF ORGANIZATION  
OF

**CFTFF, L.L.C.**

*(a Florida for profit limited liability company)*

ARTICLE I. NAME AND ADDRESS

The name of this **limited liability company** (which is hereinafter called "The Limited Liability Company") and the mailing, street and email address of its initial office shall be:

**CFTFF, L.L.C.**  
1018 Thomasville Road, Suite 200A  
Tallahassee, FL 32303  
murray@talcor.com

ARTICLE II. PURPOSE

Section 1. In addition to the powers authorized by the laws of the State of Florida, the purposes for which The Limited Liability Company is formed are:

- (a) *To provide financing/funding for the acquisition of real estate for CHRIST FELLOWSHIP OF TALLAHASSEE, INC., which is a relatively new tax-exempt Church in need of a permanent location/home in Leon County, Florida;*
- (b) To have one or more offices in the State of Florida or in any other state, territory or country; to carry on any and all of the operations and businesses of said limited liability company without restriction or limit; to incur indebtedness;
- (c) To act as an agent, nominee, attorney-in-fact, general partner for, and/or perform any service for, any person(s), partnership(s), corporation(s), firm(s), syndicate(s), association(s) or other entity(ies) or person(s) in any capacity to extend the interest of The Limited Liability Company;
- (d) To transact any other lawful business under the **Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes**, including providing for and to its members the privileges, rights, and immunities of limited liability companies for profit;

---

<sup>1</sup> While technically a "for profit" entity, the Limited Liability Company is anticipated to be operated similarly to a not-for-profit organization, with the primary exception/intent being that the Limited Liability Company's assets are not dedicated to charitable use, meaning upon dissolution of the entity, the members (and not another not-for-profit) shall be the receivers of the assets of the dissolving Limited Liability Company.

- (e) To have the powers necessary to carry out its business and affairs as set forth in **Chapter 605, Florida Statutes**, as amended; and/or
- (f) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing, as the foregoing activities are merely examples and not limitations; and nothing herein shall be deemed as prohibiting The Limited Liability Company from extending its activities to any related or otherwise lawful business, **provided that the privileges, rights, and immunities of limited liability companies for profit applies.**

Section 2. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting The Limited Liability Company to carry on any business, exercise any power or do any act which a limited liability company may not lawfully carry on, exercise or do under Florida Laws. These Articles should be construed so as to provide its members with all the limitations on liabilities, as more fully set forth in Chapter 605, Florida Statutes.

### ARTICLE III. DURATION

The Limited Liability Company shall have perpetual existence.

### ARTICLE IV. MANAGEMENT RESERVED TO THE MEMBERS

Section 1. Unless otherwise provided in the regulations/operating agreement, management of this limited liability company is reserved to its members, including but not limited to the following authorized members<sup>2</sup>, whose names and addresses are as follows:

#### Name

E. EDWARD MURRAY, JR.  
1018 Thomasville Road, Suite 200A  
Tallahassee, Florida 32303

RICHARD MOORE  
2011 Delta Court Blvd.  
Tallahassee, FL 32303

Section 2. In no event shall there be more than thirty-five (35) members, with married couples treated as one member for this limitation, the purpose of which is to qualify the issuance of the Limited Liability Company's equity/membership interest under Section 517.061(11), Florida Statutes.

Section 3. Membership in the Limited Liability Company is restricted to (i) members of CHRIST FELLOWSHIP OF TALLAHASSEE, INC., or (ii) CHRIST FELLOWSHIP OF TALLAHASSEE, INC., d/b/a Christ Church, itself.

---

<sup>2</sup> Thus, this entity is not a SM LLC (single member LLC), which is ignored for income tax purposes (a/k/a Tax Nothing and Ignored Entity). Hence, this entity will need to file IRS Form 1065 for any taxable partnership income.

ARTICLE V. PLACE OF BUSINESS; REGISTERED AGENT

Section 1. The initial principal place of business for The Limited Liability Company shall be located at 1018 Thomasville Road, Suite 200A, Tallahassee, Florida 32303, but The Limited Liability Company may establish and maintain its principal office at such other place within the State of Florida as may be determined by the members consistent with the Florida Limited Liability Company Act as the same is then in effect.

Section 2. The initial registered agent and office shall be:

**JAMES R. BREWSTER, Attorney**  
547 North Monroe Street, Suite 203  
Tallahassee, Florida 32301

ARTICLE VI  
AMENDMENT

These Articles may be amended from time to time by the unanimous vote of the members.

ARTICLE VII  
EFFECTIVE DATE

The effective date of these Articles shall be the date of filing.

The undersigned, UNDER PENALTIES OF PERJURY, certifies that the members have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida. I further certify that these Articles shall serve as the Charter and authority for the conduct of business of The Limited Liability Company.

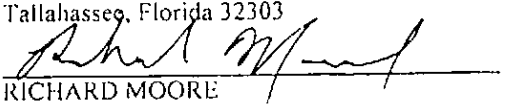
The undersigned being one of the original members of The Limited Liability Company execute these Articles of Organization, this 6<sup>th</sup> day of January, 2021 and accordingly hereby certifies that this instrument constitutes the proposed *Articles of Organization of CFTFF, L.L.C.*

This document is executed in accordance with Section 605.0203(1)(b), Florida Statutes.

The undersigned understands that any false information submitted herein constitutes a felony under Florida law.

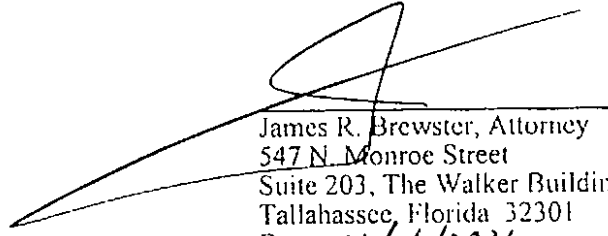
SIGNATURE OF FOUNDING MEMBERS

  
E. EDWARD MURRAY, JR.  
1018 Thomasville Road, Suite 200A  
Tallahassee, Florida 32303

  
RICHARD MOORE  
2011 Delta Court Blvd.  
Tallahassee, FL 32303

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated limited liability company, I hereby agree to act in this capacity at the place designated in these Articles, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and my obligations under Section 605.0113, Florida Statutes.



James R. Brewster, Attorney  
547 N. Monroe Street  
Suite 203, The Walker Building  
Tallahassee, Florida 32301  
Date: 01/06/2021

MURRAY2020.11cMEMBERMANAGEMENTminimuminfo.wpd

FILED

2021 JAN -7 PM 12:08

SECRETARY OF STATE  
TALLAHASSEE, FL