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10/13/23, 9:35 AM

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**FLORIDA LIMITED LIABILITY CO.
THRIVE STUDIOS BY HOPE PARTNERSHIP, LLC**

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October 16, 2023

FLORIDA DEPARTMENT OF STATE

Division of Corporations
DEAN, MEAD, EGERTON, BLOODWORTH, CAPOUANO & BOZARTH, P.

SUBJECT: THRIVE STUDIOS BY HOPE PARTNERSHIP, LLC
REF: W23000141882

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Tim Burch
Operations Manager A

FAX Aud. #: H23000359139
Letter Number: 723A00023998

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ARTICLES OF ORGANIZATION

OF

THRIVE STUDIOS BY HOPE PARTNERSHIP, LLC

The undersigned, acting as organizer 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 OF COMPANY

The name of the limited liability company is Thrive Studios by Hope Partnership, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The street address, and the mailing address of the principal office of the Company is 2420 Old Vineland Rd., Kissimmee, FL 34746.

ARTICLE III - SOLE MEMBER/MANAGER

The Company is a single member, member-managed limited liability company. The name and address of the Company's sole member/manager are:

Hope Partnership, Inc.
2420 Old Vineland Rd.
Kissimmee, FL 34746

ARTICLE IV - SECTION 501(C)(3) ORGANIZATION

The Company is organized for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such corresponding section of any future federal tax code (the "Code"), and exclusively for the benefit of its sole member, an organization exempt from tax pursuant to Code Section 501(c)(3). No part of the net earnings of

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the Company shall inure to the benefit of any private person (other than as reasonable payment for services rendered by such person). No substantial part of the activities of the Company shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Company shall not participate in or intervene in any political campaign (including publishing or distributing statements) on behalf of or in opposition to any candidate for public office. 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 Section 170(c)(2) of the Code.

The transfer of a membership interest in the Company is prohibited except for a transfer approved by the member of the Company to an organization exempt from tax pursuant to Section 501(c)(3) of the Code.

Upon the dissolution of this Company, after the payment or provision for the payment of all of the liabilities of this Company, all of the assets of this Company shall be distributed to its sole member; provided, however, that if the Company's sole member is not an organization exempt from tax pursuant to Code Section 501(c)(3) at such time, then such assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE V - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 2420 Old Vineland Rd., Kissimmee, FL 34746. The name of the registered agent of the Company at that address is Mary Downey.

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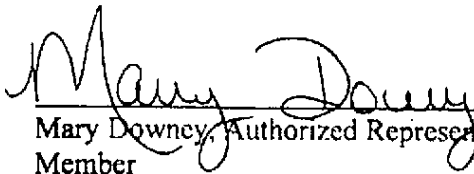
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ARTICLE VI - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

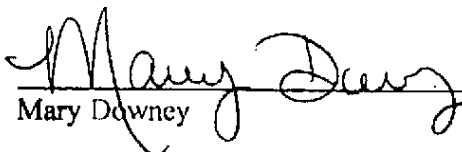
The undersigned authorized representative of the sole member has made and subscribed these Articles of Organization this 12 day of October, 2023.

This document is executed in accordance with section 605.0203(1)(b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.155, Florida Statutes.


Mary Downey, Authorized Representative of Sole
Member

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above-stated limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept the appointment as registered agent and agree to act in such 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 duties and obligations of my position as registered agent as provided for in Chapter 605, Florida Statutes.


Mary Downey
Date: October 12, 2023

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