



L98000001542

UCC FILING & SEARCH SERVICES, INC.  
526 East Park Avenue  
Tallahassee, FL 32301  
(850) 681-6528

**HOLD**

**FOR PICKUP BY  
UCC SERVICES**

OFFICE USE ONLY (Document #)

685523

800002622178--0

-08/21/98--01076--004

\*\*\*\*285.00 \*\*\*\*285.00

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

SB University LLC

CM

- ☐ Walk In  
☐ Mail Out  
☐ Will Wait  
☐ Photocopy

☐ Pick Up Time

☒ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER

**RUSH**

NEW FILINGS	
<input checked="" type="checkbox"/> Profit	
<input type="checkbox"/> NonProfit	
<input type="checkbox"/> Limited Liability	
<input type="checkbox"/> Domestication	
<input type="checkbox"/> Other	

AMENDMENTS	
<input type="checkbox"/> Amendment	
<input type="checkbox"/> Resignation of R.A. Officer/Director	
<input type="checkbox"/> Change of Registered Agent	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> Merger	

OTHER FILINGS	
<input type="checkbox"/> Annual Report	
<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Name Reservation	

REGISTRATION/QUALIFICATION	
<input type="checkbox"/> Foreign	
<input checked="" type="checkbox"/> Limited Partnership	
<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Trademark	
<input type="checkbox"/> Other	

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

RECEIVED  
98 AUG 21 PM 12:25  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
98 AUG 21 PM 2:36  
TALLAHASSEE, FLORIDA

Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_

**ARTICLES OF ORGANIZATION OF  
SB UNIVERSITY L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes (1995) Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLE I  
NAME**

The name of the Limited Liability Company is SB UNIVERSITY L.L.C. (the "Company").

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 2005 West Cypress Creek Road, Suite 202, Fort Lauderdale, Florida 33309.

**ARTICLE III  
DURATION**

The existence of this limited liability company shall begin on the date of the filing of these Articles of Organization. The Company's existence shall be perpetual.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT AND ADDRESS**

The name and street address of the registered agent of the Company in the State of Florida is:

<u>Name</u>	<u>Address</u>
Shawn Bayne	200 East Broward Boulevard Suite 1900 Fort Lauderdale, Florida 33301

**ARTICLE V  
ADMISSION OF NEW MEMBERS**

The addition of a new member to the Company shall require the written consent of fifty-one (51%) percent voting interest of the members of the Company and upon such terms and conditions as shall be determined by such vote. A member may transfer his, her, its interest in the company as

FILED  
19 AUG 21 PM 2:36  
CLERK OF DISTRICT COURT  
NINTH JUDICIAL CIRCUIT  
FORT LAUDERDALE, FLORIDA

set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless approved by a fifty-one (51%) percent vote at a duly constituted meeting of members.

ARTICLE VI  
TERMINATION

Within ninety (90) days of the occurrence of any event which would terminate the continued membership of a member of the Company, including but not limited to death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, the Company shall terminate unless (a) a majority of the voting interest of the remaining members shall have voted to continue the business or (b) upon the death of the sole member, the successor to the interest of the member shall have voted to continue the business, and further provided that the company shall at all times have no less than one member.

ARTICLE VII  
MANAGEMENT

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

Name

Address

Sam Butters

2005 West Cypress Creek Road, Suite 202  
Fort Lauderdale, Florida 33309

ARTICLE VIII  
AMENDMENTS

The Articles of Organization of this limited liability company may only be amended by the majority vote of the members. No member shall be obliged to contribute additional capital to the Company unless such obligation is approved and required by a majority vote of the members.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization at Fort Lauderdale, Broward County, Florida for the foregoing uses and purposes this \_\_\_\_ day of August, 1998.

  
\_\_\_\_\_  
Sam Butters, Member

FILED  
20 AUG 21 PM 2:36  
CLERK OF DISTRICT COURT  
FORT LAUDERDALE, FLORIDA

**ACCEPTANCE OF  
REGISTERED AGENT**

Having been named as registered agent and to accept service of process for SB University L.L.C. at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Shawn Bayne, Registered Agent

LHW-CO\33584\043\LLC-ART.SB

FILED  
09 AUG 21 PM 2:36  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

## AFFIDAVIT

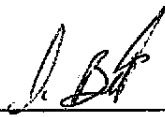
STATE OF FLORIDA

COUNTY OF BROWARD

Sam Butters, being duly sworn, deposes and says:

1. That he is the Managing Member of SB University L.L.C., a Florida limited liability company (the "Company");
2. That the Company has at least one member;
3. That the members of the Company have contributed \$400,000.00 to the capital of the Company; and
4. That the members of the Company are not expected to contribute any additional capital to the Company, and that no non-cash property has been or will be contributed to the Company.

And further affiant sayeth naught.

  
\_\_\_\_\_  
Sam Butters, Managing Member

The foregoing instrument was acknowledged before me this 12 day of August, 1998, by Sam Butters who is personally known to me or who has produced a driver's license as identification and who did (did not) take an oath.

  
\_\_\_\_\_  
Print or Stamp Name:

Notary Public, State of Florida at Large

Commission No.: CC 713963

My Commission Expires

I:\W-CO\33584\043\CAP-AFF.SB

