

L99000000458

Rogers, Towers, Et al - Mary Rose  
Requestor's Name

106 S. Monroe Street  
Address

Tallahassee, Florida 32301  
City/State/Zip Phone #  
222-7200

L99-458

Office Use Only

Name	OK
Availability	OK
Document	OK
Examiner	OK
Updater	OK
Unit/Ver	OK
Verifier	OK
Acknowledgment	OK
W. P. Verifier	OK

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. The Gatherings of Orlando, LLC  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #) 700002755987-4  
-01/27/99--01022--010  
\*\*\*\*337.50 \*\*\*\*337.50
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☐ Mail out

☒ Pick up time 1-27-99

☐ Will wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" 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 type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Please call  
there are any problems

Call  
when  
ready

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DIVISION OF CORPORATIONS  
99 JAN 27 PM 12:01

222-7200  
mary Rose

DIVISION OF CORPORATION

RECEIVED

99 JAN 27 AM 11:11

Examiner's Initials

**ARTICLES OF ORGANIZATION  
OF  
THE GATHERINGS OF ORLANDO, LLC**

These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as the same may from time to time be amended (the "Act").

**ARTICLE I  
NAME**

The name of the limited liability company (the "Company") is:

**THE GATHERINGS OF ORLANDO, LLC**

**ARTICLE II  
TERM**

The existence of the Company shall commence upon filing of these Articles of Organization with the Florida Department of State and its existence shall be perpetual unless and until sooner dissolved as required by the Act or as provided in the Regulations (as that term is hereinafter defined).

**ARTICLE III  
ADDRESSES**

The initial mailing address of the Company is 250 N. Orange Avenue, Suite 1501, Orlando, Florida 32801. The initial street address of the principal office of the Company is 250 N. Orange Avenue, Suite 1501, Orlando, Florida 32801.

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**ARTICLE IV**  
**REGISTERED AGENT**

The name and street address of the initial registered agent of the Company are as follows:

Robert W. Browning, Jr.  
c/o Academic Development Corporation  
250 North Orange Avenue, Suite 1501  
Orlando, Florida 32801

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**ARTICLE V**  
**ADDITIONAL MEMBERS**

Additional members may be admitted upon the unanimous consent of all members and in accordance with the terms and conditions set forth in the Regulations.

**ARTICLE VI**  
**CONTINUATION**

In the event of the death, withdrawal, retirement, resignation, bankruptcy or dissolution of a member or other event which terminates the continued membership of a member in the Company, the Company shall not be dissolved and the business of the Company shall be continued without interruption.

**ARTICLE VII**  
**MANAGEMENT**

The management of this Company shall at all times be vested in one or more managers. The names and addresses of the initial managers who shall serve until the first annual meeting of the members or until their successor (or successors) is (are) elected by a majority in interest of the members are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Academic Development Corporation	250 North Orange Avenue, Suite 1501 Orlando, Florida 32801

**ARTICLE VIII**  
**REGULATIONS**

The members shall have the power to adopt, alter, amend or repeal regulations as contemplated by the Act (the "Regulations"). The Regulations adopted by the member(s) may be amended, repealed, or altered or new Regulations may be adopted, from time to time by the member(s).

**ARTICLE IX**  
**LIMITED LIABILITY**

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

**ARTICLE X**  
**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of The Gatherings of Orlando, LLC certifies:

1. the above named limited liability has at least one member;
2. the total amount of cash contributed by the members is \$1,200,000.00;
3. if any, the agreed upon value of property other than cash contributed by members is \$0.00; and
4. the total amount of cash and property contributed and anticipated to be contributed by members is \$1,200,000.00.

In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.

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DATED: January 26, 1999.

ACADEMIC DEVELOPMENT CORPORATION

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

Robert W. Browning, Jr.,  
Its President

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is:

**THE GATHERINGS OF ORLANDO, LLC**

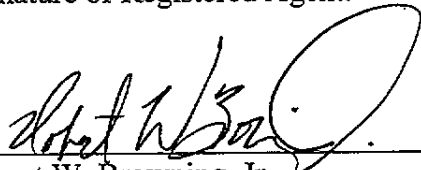
2. The name and the Florida street address of the registered agent are:

Robert W. Browning, Jr.  
c/o Academic Development Corporation  
250 North Orange Avenue  
Orlando, Florida 32801

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Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

Signature of Registered Agent:

  
Robert W. Browning, Jr.,