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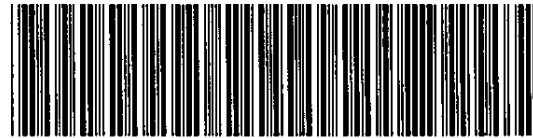
(Business Entity Name)

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TALLAHASSEE FLORIDA

12/12/16



NCF CorporationSM

December 7, 2016

New Filing Section
Division of Corporation
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

VIA FEDERAL EXPRESS OVERNIGHT DELIVERY

SUBJECT: NCT-165, LLC

To Whom It May Concern:

The enclosed Articles of Organization for NCT-165 LLC and fee(s) are submitted for filing. Please return all correspondence concerning this matter to the following:

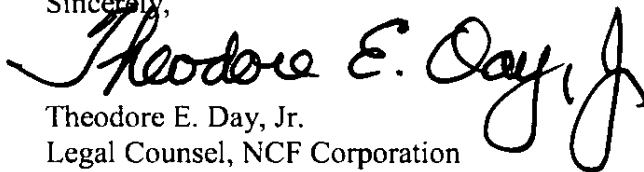
Theodore E. Day, Jr.
11625 Rainwater Drive
Suite 500
Alpharetta, Georgia 30009
tday@ncfgiving.com

For further information concerning this matter, please call:

Theodore E. Day, Jr. at (678) 892-1743.

Enclosed is a check for the following amount: \$125.00 Filing Fee.

Sincerely,


Theodore E. Day, Jr.
Legal Counsel, NCF Corporation

Enclosures (2)

cc: Michele Shively, Administrative Assistant

**ARTICLES OF ORGANIZATION
OF
NCT-165, LLC**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I – Name:

The name of the limited liability company (hereinafter referred to as the "Company") is:
NCT-165, LLC.

ARTICLE II – Address:

The mailing address and street address of the principal office of the Company is:
707 North Franklin Street, Suite 800, Tampa, Florida 33602

ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature:

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

NCF Corporation
707 North Franklin Street, Suite 800
Tampa, Florida 33602

Having been named as registered agent and to accept service of process for the above stated Company at the place designated in this certificate, NCF Corporation hereby accepts the appointment as registered agent and agrees to act in this capacity. NCF Corporation further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of Registered Agent, and the undersigned officer of NCF Corporation is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 605, F.S.

NCF Corporation

By: 
Ken Collins, President

ARTICLE IV – Manager:

The Company shall be managed by a Manager, who may, but need not, be the Member. The Manager, on behalf of the Company, shall have the power to do any and all acts necessary or convenient to, or for the furtherance of, the Company's business and affairs, except to lease, exchange, transfer or dispose of 10% or more of the property or assets of the Company, which shall require the written approval of the Member. The Manager may not adopt an operating agreement at any time without the written approval of the Member. Such written approval may be made by electronic mail or facsimile. The name and address of the initial Manager is as follows:

Theodore E. Day, Jr.
11625 Rainwater Drive, Suite 500
Alpharetta, Georgia 30009

ARTICLE V - Removal of Manager:

The Member, at any time and from time to time and for any reason, may remove a Manager then acting and elect a new Manager.

ARTICLE VI – Member:

The Member's name and address are: NCF Charitable Trust, 707 North Franklin Street, Suite 800, Tampa, Florida 33602.

ARTICLE VII – Assignability of Membership Interest, Admission of a Successor Member:

The Member's interest in the Company is assignable, in whole but not in part, either voluntarily or by operation of law. In the event of any transfer of the Member's interest in the Company to a successor, the successor shall thereupon become a Member and the Company shall be continued. If the Member is an entity, such as a trust, that entity remains the Member even if the fiduciary of that entity, such as a trustee, changes.

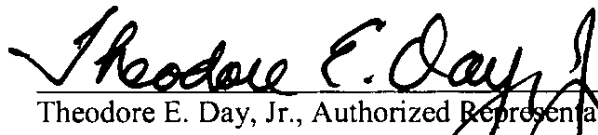
ARTICLE VIII – Indemnification:

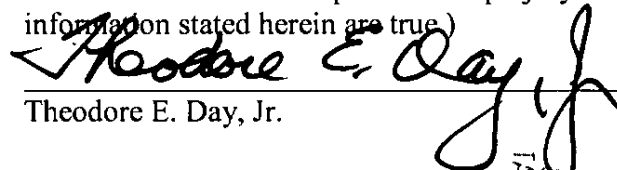
No indemnification will be provided to the Manager, except as determined by the Member on a case by case basis.

ARTICLE IX - Member Limit:

While the Company is in existence, the Company shall not have more than one member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 7th day of December, 2016.


Theodore E. Day, Jr., Authorized Representative
(In accordance with section 605.0205(b)(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the information stated herein are true.)


Theodore E. Day, Jr.

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