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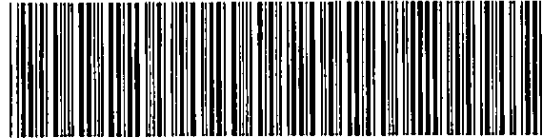
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T. SCOTT



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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 4, 2018

ABIGAIL C. WATTS-FITZGERALD, ESQ.
2800 PONCE DE LEON BLVD., SUITE 1400
CORAL GABLES, FL 33134

SUBJECT: OLD CUTLER CHRISTIAN BOOKS, LLC
Ref. Number: W18000041885

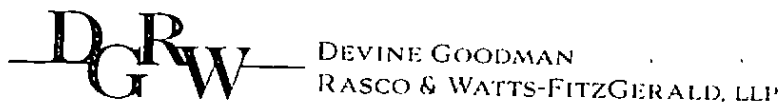
The correct articles for not for profit are attach.,

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tyrone Scott
Regulatory Specialist II
New Filings Section

Letter Number: 818A00009255



DEVINE GOODMAN
RASCO & WATTS-FITZGERALD, LLP

2800 PONCE DE LEON BOULEVARD
SUITE 1400
CORAL GABLES, FLORIDA 33134

P 305 374.8200
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WWW.DEVINEGOODMAN.COM

April 27, 2018

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Organization for Old Cutler Christian Books, LLC

Gentlemen:

Enclosed please find the executed Articles of Organization for Old Cutler Christian Books, LLC for filing and a check payable to the Florida Department of State in the amount of \$125.00.

Thank you for your assistance in this matter.

Sincerely,

Abigail C. Watts-FitzGerald, Esq.

Encs.

**ARTICLES OF ORGANIZATION
OF
OLD CUTLER CHRISTIAN BOOKS, LLC**

ARTICLE I - NAME

The name of the limited liability company formed under the Florida Revised Limited Liability Company Act is Old Cutler Christian Books, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 14401 Old Cutler Road, Miami, Florida 33158.

ARTICLE III - EFFECTIVE DATE

The effective date of these Articles of Organization is May 1, 2018.

ARTICLE IV - DURATION

The period of duration of the Company shall be perpetual.

ARTICLE V - PURPOSES

The Company is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provision of any future United States Internal Revenue Law (the "Code"), including, without limitation, the following:

(a) To benefit and support Old Cutler Presbyterian Church, Inc. to the glory of God, for the purpose of spreading the Word, educating Christian believers, reaching out to those seeking God, and supporting the mission, ministries, congregation and programs of Old Cutler Presbyterian Church, Inc. through the economical provision of religious books, religious videos, and other religious media. The Company shall engage solely in activities that support or benefit Old Cutler Presbyterian Church, Inc. and may make direct grants to Old Cutler Presbyterian Church, Inc.;

(b) To accept, hold, administer, invest and disburse for the purposes set forth above such funds or property as may from time to time be given to it by any persons, corporations or other entities, or earned by it in its activities; and

(c) To carry on such other activities in furtherance and support of the foregoing purposes as are lawful and proper for a company formed under Section 501(c)(3) of the Code.

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ARTICLE VI - REGISTERED AGENT; REGISTERED ADDRESS

The name of the registered agent of the Company is Robert Kuntz. The Florida street address of the registered agent of the Company is c/o Devine Goodman Rasco & Watts-FitzGerald, LLP, 2800 Ponce de Leon Boulevard, Suite 1400, Coral Gables, Florida 33134.

ARTICLE VII – MEMBER; MANAGEMENT

The Company shall have one (1) member. Additional members may be admitted to the Company only in accordance with the terms and conditions of the Company's Operating Agreement. The Company is to be manager managed. The number of managers shall initially be three (3). The number of managers may be increased or decreased from time to time in accordance with the Operating Agreement of the Company, but shall never be less than three (3).

ARTICLE VIII - DISSOLUTION

Upon the dissolution or winding up of the Company, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Company, shall be distributed to such of its member(s) as are then described in Section 501(c)(3) of the Code or, if no member is then so described, to a Presbyterian church with similar purposes and aims. Each such organization shall be described in Section 501(c)(3) of the Code.

ARTICLE IX - LIMITATIONS

Notwithstanding any powers granted to the Company under its Operating Agreement or by the laws of the State of Florida, the following limitations of powers shall apply and be paramount:

(a) No part of the net earnings of the Company shall inure to the benefit of any manager or officer of the Company or any private individual (except that reasonable compensation may be paid for services rendered to or for the Company affecting one or more purposes, and except to the extent that benefit accrues to persons in accordance with the carrying out of the Company's charitable purposes as herein defined), and no manager or officer of the Company or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Company.

(b) No substantial part of the activities of the Company shall be the carrying on of propaganda or otherwise attempting to influence legislation.

(c) The Company shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

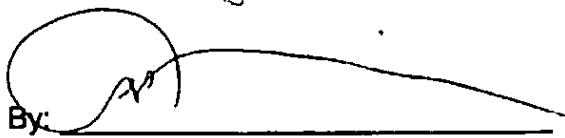
(d) Notwithstanding any other provision of these Articles of Organization, the Company shall not conduct or carry on any activities not permitted to be conducted or

carried on by an organization exempt under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law) or by an organization, contributions to which are deductible under Sections 170(c)(2), 2522(a)(2) or 2055(a)(2) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

Article X **INDEMNIFICATION**

Each person (including here and hereinafter, the heirs, beneficiaries, executors, administrators, or estate of such person) (a) who is or was a manager or officer of the Company, (b) who is or was a volunteer, agent or employee of the Company and as to whom the Company has agreed to grant such indemnity hereunder, or (c) who is or was serving at the request of the Company as its representative in the position of a manager, director, officer, trustee, partner, volunteer, agent, or employee of another corporation, partnership, joint venture, trust or other enterprise and as to whom the Company has agreed to grant such indemnity hereunder, shall be indemnified by the Company as of right to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or administrative decision (but, in the case of any future legislation or decision, only to the extent that it permits the Company to provide broader indemnification rights than permitted prior to the legislation or decision), against all fines, liabilities, settlements, losses, damages, costs and expenses, including, without limitation, attorneys' fees and disbursements, asserted against him/her or incurred by him/her in his/her capacity as such manager, director, officer, trustee, partner, volunteer, agent, employee or representative, or arising out of his status as such manager, director, officer, trustee, member, partner, volunteer, agent, employee or representative. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking indemnification may be entitled. The Company may maintain insurance, at its expense, to protect itself and any such person against any such fine, liability, cost or expense, including attorneys' fees, whether or not the Company would have the legal power to directly indemnify him or her against such liability.

IN WITNESS WHEREOF, Old Cutler Christian Books, LLC has caused these Articles of Organization to be executed by its duly authorized representative as of April 27, 2018.

By: 
Abigail C. Watts-FitzGerald
Authorized Representative

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**


WITNESSETH:

That Old Cutler Christian Books, LLC desiring to organize under the laws of the State of Florida, has named Abigail Watts-FitzGerald, located at c/o Devine Goodman Rasco & Watts-FitzGerald, LLP, 2800 Ponce de Leon Boulevard, Suite 1400, Coral Gables, Florida 33134, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 605.0113, Florida Statutes.

Dated this 27th day of April, 2018.



Abigail Watts-FitzGerald
Registered Agent