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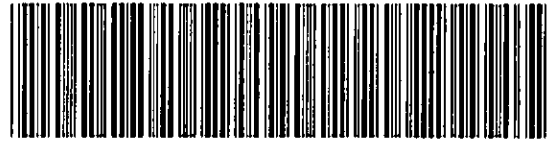
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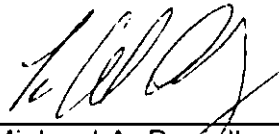
**ARTICLES OF DISSOLUTION**  
(BY BOARD OF DIRECTORS AND MEMBERS)

Pursuant to F.S., §§ 617.1402 and 617.1403, this corporation submits the following articles of dissolution:

1. The name of the corporation is: **CHRISTIAN KITCHEN OUTREACH, INC.**
2. The date of incorporation of the corporation: **OCTOBER 14, 2009**
3. The date the dissolution was authorized: **OCTOBER 25, 2019**
4. The dissolution was approved by an unanimous vote cast by the Board of Directors and the Members of the corporation. A copy of the Minutes of the Special Joint Meeting of Directors and Members of October 25, 2019 is attached as Exhibit "A" hereto.
5. These articles will be effective on **December 31, 2019**.

Date: November 22, 2019

By:

  
\_\_\_\_\_  
Michael A. Baviello, Jr.  
Its Executive Director & Member

REC'D  
SECRETARY OF STATE  
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## EXHIBIT "A"

### **MINUTES OF SPECIAL JOINT MEETING OF DIRECTORS AND MEMBERS OF CHRISTIAN KITCHEN OUTREACH, INC., a Florida not-for-profit corporation**

A special joint meeting of the Directors and Members of CHRISTIAN KITCHEN OUTREACH, INC., a Florida not-for-profit corporation (the "Corporation") was held at 10:00 a.m. on October 25, 2019 at Living Water Teaching Ministries, located at Instituto Biblico Enseñanza de Agua Viva, 0 Calle 895, Quetzaltenango 09001, Guatemala. All the Directors and Members were present.

The Directors and Members discussed the dissolution of the corporation and a plan of liquidation. Upon motion duly made and seconded, the following resolutions were adopted and unanimous approved by a vote of all the Members :

RESOLVED, that, the Board of Directors recommended and the Members approved that effective on December 31, 2019, a plan of liquidation be, and hereby is, formulated to effect a liquidation and dissolution of the corporation in accordance with the following resolutions;

RESOLVED, that, the Board of Directors recommended and the Members approved that Michael A. Baviello, Jr is hereby appointed and shall serve as Director of the corporation for the express purpose of winding up and liquidating the corporation's business and affairs;

RESOLVED, that, the Board of Directors recommended and the Members approved that all officer positions with the corporation are hereby terminated and vacated without further action, except that Michael A. Baviello, Jr. is hereby appointed and shall serve as Secretary for the corporation for the express purpose of winding up and liquidating the corporation's business and affairs;

RESOLVED, that, the Board of Directors recommended and the Shareholders approved that Michael A. Baviello, Jr. is hereby appointed and shall serve as authorized agent for the express purpose of winding up and liquidating the corporation's business and affairs;

RESOLVED, that, the Board of Directors recommended and the Members approved that Michael A. Baviello, Jr., as sole Director ("Director") of the corporation be, and hereby is, authorized after payment, or provision for payment, of all debts and liabilities of the Corporation, to distribute all remaining assets of the corporation to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Code or corresponding provisions of any subsequent federal tax law, as selected by the Board of Directors;

RESOLVED, that, the Board of Directors recommended and the Members approved that the corporation keep the existing account(s) at MidFlorida Credit Union (f/k/a First American Bank) for the express purpose of winding up and liquidating the corporation's

business and affairs;

RESOLVED, that, the Board of Directors recommended and the Members approved that the Corporation's accounting and bookkeeping, and that all checks to be signed by Michael A. Baviello, Jr., and that Michael A. Baviello, Jr., shall remain the custodian of all the books and records of the Corporation;

RESOLVED, that, the Board of Directors recommended and the Members approved that the Director of the corporation be, and they hereby are, authorized and directed to pay all fees and taxes and to do or cause to be done all acts and things they may deem necessary or proper in order to carry out the liquidation and dissolution of the corporation and to fully effectuate the purposes of the foregoing resolutions;

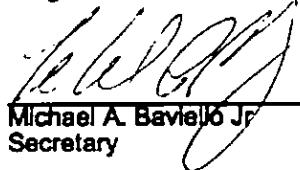
RESOLVED, that, the Board of Director recommended and the Members approved that the Director of the corporation be, and they hereby are, authorized and directed the Corporation to deliver, or cause to be delivered, to Living Water Teaching Ministries, a Section 501(c)(3) corporation, of Caddo Mills, TX, any and all remaining kitchen equipment assets of the corporation, and to do or cause to be done all acts and things the Director may deem necessary or proper in order to carry out the liquidation and dissolution of the corporation and to fully effectuate the purposes of the foregoing resolutions;

RESOLVED, that, the Board of Directors recommended and the Members approved that the actions provided for in the foregoing resolutions shall commence effective as of October 25, 2019;

RESOLVED, that, the Board of Directors recommended and the Shareholders approved the dissolution of the corporation and the plan of liquidation set forth in these resolutions and be filed with the Secretary of the State of Florida; and

There being no further business, the meeting was adjourned.

By:

  
Michael A. Baviello Jr.  
Secretary

RATIFIED & APPROVED BY:

By:

  
Michael A. Baviello, Jr.  
Executive Director & Member

By:

  
Daniel Mejia  
Director & Member

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