

410012367

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H24000062105 3)))



H240000621053AECU

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:  
Division of Corporations  
Fax Number : (850)617-6383

From:  
Account Name : GUNSTER, YOAKLEY & STEWART, P.A.  
Account Number : 076117000420  
Phone : (561)650-0728  
Fax Number : (561)671-2527

LLC DISSOLUTION OR WITHDRAWAL  
350 WAREHOUSE, LLC

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$25.00

FILED  
2024 FEB 14 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FL

RECEIVED  
DIVISION OF CORPORATIONS  
STATE OF FLORIDA  
FEB 14 2024  
9:58 AM

**WRITTEN CONSENT IN LIEU OF A MEETING OF THE MEMBER  
OF  
350 WAREHOUSE LLC  
a Florida limited liability company**

**Effective: As of January 8, 2024**

The undersigned, being the holder of all of the issued and outstanding membership interests (the "Member") of 350 WAREHOUSE LLC, a Florida limited liability company (the "Company"), hereby adopts the following resolutions by written consent, in lieu of holding a formal meeting regarding the same, and all requirements pertaining to the time, manner and place of same, as well as all notice requirements relating thereto, are hereby waived.

**WHEREAS**, the Company filed its Articles of Organization with the Office of the Secretary of State of the State of Florida on October 26, 2011; and

**WHEREAS**, the Member has deemed it to be in the best interests of the Company to dissolve the Company, and to file Articles of Dissolution and Notice of Limited Liability Company Dissolution, in the form reviewed by the Member and set forth on Exhibit "A" hereto, with the Office of the Secretary of State of the State of Florida.

**NOW, THEREFORE IT BE, RESOLVED**, that the Member hereby approves the dissolution of the Company, and shall cause it to discontinuc and terminate all business activities and be dissolved; and be it

**FURTHER RESOLVED**, that the Company shall file with the Office of the Secretary of State of the State of Florida, Articles of Dissolution and Notice of Limited Liability Company Dissolution; and be it further

**RESOLVED**, that Michael K. Russell, in his capacity as the Member of the Company (the "Authorized Signatory") shall execute and file all forms, certificates, papers and any other documents as may be required by local, state and/or federal tax agencies before the Company may be canceled; and be it further

**RESOLVED**, that the Member shall sell, exchange, or otherwise dispose of or reduce to cash all of the assets, properties or rights of the Company, exclusive of any assets to be distributed in kind, to the Member of the Company; and be it further

**RESOLVED**, that the Member shall pay or make provision for payment of all obligations and liabilities of the Company, including local, state and federal tax liabilities, and to the extent of any contingent liabilities, if any, and where deemed necessary, make provision for a reserve to ensure payment of such contingent liabilities; and be it further

**RESOLVED**, that the Authorized Signatory is hereby authorized and directed, in the name of and on behalf of the Company, to (i) take any and all actions which, in the Authorized Signatory's discretion, he may deem to be necessary or

SECRETARY OF STATE  
FILED  
2024 FEB 14 AM 8:32

desirable to effectuate the foregoing resolutions and to carry out the purposes thereof and (ii) execute and deliver any and all certificates, agreements, instructions, notices or other documents (all of which are to be in the form and substance as the Authorized Signatory may, upon advice of counsel, deem necessary or desirable) to effectuate the foregoing resolutions and to carry out the purposes thereof; and be it further

**RESOLVED**, that the signature of the Authorized Signatory on all certificates, agreements, instructions, notices or other documents executed in connection with or pursuant to the foregoing resolutions shall be conclusive evidence of the Authorized Signatory's authority to execute and deliver such certificates, agreements, instructions, notices or other documents; and be it further

**RESOLVED**, that any and all actions heretofore taken by the Member or Authorized Signatory in connection with or pursuant to the foregoing resolutions are hereby approved, adopted, ratified and confirmed as the acts and deeds of the Company.

*[Signatures hereto contained on following page(s).]*

IN WITNESS WHEREOF, the undersigned hereby affix our hands and seals as of the day and year first above written.

**MEMBER:**

MICHAEL K. RUSSELL REVOCABLE  
TRUST AGREEMENT RESTATED ON MAY  
1, 2009, AS AMENDED

By: \_\_\_\_\_  
Michael K. Russell, Trustee

EXHIBIT "A"

Articles of Dissolution and Notice of Limited Liability Company Dissolution

**ARTICLES OF DISSOLUTION  
FOR A  
FLORIDA LIMITED LIABILITY COMPANY**

**350 WAREHOUSE, LLC**

*Pursuant to Sections 605.0701 and 605.0707 of the Florida Revised Limited Liability Company Act ("Act"), the undersigned hereby submits these Articles of Dissolution to the Florida Department of State:*

1. The name of the limited liability company is 350 WAREHOUSE, LLC ("Company").
2. The Articles of Organization were filed with the Florida Department of State on October 26, 2011, and assigned Document Number L11000122367.
3. Pursuant to Section 605.0701 of the Act, dissolution was authorized by written consent of the holders of all of the issued and outstanding membership interests in the Company ("Members"), dated as of January 8, 2024.
4. All debts, obligations and liabilities of the Company have been paid or discharged.
5. All property and assets of the Company have been distributed to the Member.
6. There are no suits pending against the Company in any court.
7. The dissolution shall be effective upon filing of these Articles of Dissolution with the Florida Department of State.

**IN WITNESS WHEREOF**, the undersigned hereby executes these Articles of Dissolution as of the 8<sup>th</sup> day of January, 2024.

**MEMBER:**

MICHAEL K. RUSSELL REVOCABLE  
TRUST AGREEMENT RESTATED ON MAY  
1, 2009, AS AMENDED

/s/ Michael K. Russell

By: \_\_\_\_\_  
Michael K. Russell, Trustee

**NOTICE OF DISSOLUTION  
FOR  
FLORIDA LIMITED LIABILITY COMPANY**

This Notice of Limited Liability Company Dissolution is submitted by the dissolving limited liability company named below for resolution of payment of unknown claims against this limited liability company as provided in Section 605.0712, Florida Statutes.

Name of Limited Liability Company: 350 WAREHOUSE, LLC

Document Number of Limited Liability Company: L11000122367

Date of Dissolution: The dissolution of the Company shall be effective upon the date of filing of the Articles of Dissolution with the Secretary of State of Florida.

Description of Information that must be included in a written claim: The information that must be included in a claim submitted pursuant to this Notice shall be as follows:

- (a) Name, address and telephone number of claimant.
- (b) Amount of claim, including, if applicable, principal, interest, penalties or other fees or charges.
- (c) A statement of the basis for the claim.
- (d) A copy of any and all writings evidencing the claim or upon which the claim is based.
- (e) A statement of whether or not the claimant has other claims against the company or its officers, agents or representatives, in their capacities as such, and, if the claimant states that the claimant has other claims, a statement of whether or not such other claims are being submitted pursuant to this Notice, or if such other claims will not be so submitted, a statement as to the reason why.

Mailing address where claims can be sent: A claim submitted pursuant to this Notice shall be mailed by certified or registered mail, return receipt requested, postage prepaid, to the following party: 350 WAREHOUSE, LLC, Attn: Michael K. Russell, 1210 NE 15<sup>th</sup> Street, Unit 20, Fort Lauderdale, Florida 33304.

A claim against 350 WAREHOUSE, LLC will be barred unless a proceeding to enforce the claim is commenced within four years after the filing of this notice.

**MEMBER:**

MICHAEL K. RUSSELL REVOCABLE  
TRUST AGREEMENT RESTATED ON MAY  
1, 2009, AS AMENDED

/s/ Michael K. Russell

By: \_\_\_\_\_  
Michael K. Russell, Trustee