

02000005308

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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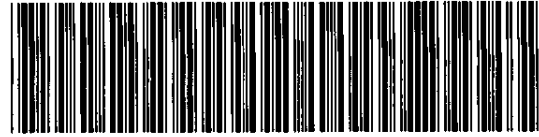
(Business Entity Name)

(Document Number)

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08 MAY 23 PM 3:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

M. Thomas MAY 27 2008

# **ARTICLES OF DISSOLUTION FOR RCT CONTAINER LEASING, LLC**

The undersigned Member of RCT Container Leasing, LLC, desiring to legally dissolve said Limited Liability Company pursuant to the laws of the State of Florida, hereby adopts the following Articles of Dissolution:

## **ARTICLE I - NAME**

The name of the Limited Liability Company to be dissolved is RCT Container Leasing, LLC.

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TALLAHASSEE, FLORIDA

## **ARTICLE II - ARTICLES OF ORGANIZATION**

The Articles of Organization were initially filed on March 6, 2002, and assigned document number L02000005308.

## **ARTICLE III - EFFECTIVE DATE**

The effective date for the legal dissolution of RCT Container Leasing, LLC is April 23, 2008.

## **ARTICLE IV - OCCURRENCE FOR DISSOLUTION**

The legal occurrence for the dissolution of this Company was the unanimous agreement among all Members that the Company had no business to conduct, and that said Company should be legally dissolved pursuant to these Articles of Dissolution.

## **ARTICLE V - DEBTS**

All debts, obligations, and liabilities of this Company have been paid or discharged.

## **ARTICLE VI - DISTRIBUTION OF ASSETS**

This dissolution is a zero-asset takedown, as RCT Container Leasing, LLC has no assets.

## **ARTICLE VII - PENDING LITIGATION**


There are no known suits pending against RCT Container Leasing, LLC in any court.

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## ARTICLE VIII - MEMBER CONSENT

The signed Consents of each of the Members of RCT Container, Leasing, LLC are attached hereto.

**IN WITNESS WHEREOF**, these Articles of Dissolution have been executed by the undersigned authorized representative of the Members.

  
\_\_\_\_\_  
**PAUL V. ROBBINS**  
Authorized Representative

STATE OF FLORIDA  
COUNTY OF DUVAL

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TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of April, 2008, by Paul V. Robbins, who is personally known to me.

  
\_\_\_\_\_  
**NOTARY PUBLIC**



James L. Nipper  
My Commission DD341861  
Expires August 08, 2008

**JOINT WRITTEN CONSENT OF  
THE MEMBERS AND MANAGERS OF  
RCT CONTAINER LEASING, LLC**

The undersigned members and managers of RCT Container Leasing, LLC, a Florida limited liability company (the "**Company**"), representing all of the members and managers of the Company, do hereby adopt the following resolutions effective for all purposes as of the 23<sup>rd</sup> day of April 2008, and waive any and all requirements for the holding of a meeting of the members or managers of the Company, including, without limitation, any requirements as to notice thereof. Such resolutions are effective as if adopted at a meeting of the members of the Company duly called and held.

**Dissolution of the Company**

WHEREAS, the members and managers of the Company have determined that it is in the best interest of the members to dissolve the Company and wind up the affairs of the Company in accordance with the provisions set forth in the Operating Agreement of the Company and applicable law;

NOW, THEREFORE, BE IT RESOLVED, that the Company shall be dissolved, liquidated and wound up in an orderly manner in accordance with the terms of the Company's Operating Agreement and of any provision of applicable law;

RESOLVED FURTHER, that, without limiting the generality of the previous resolution, in connection with such dissolution, liquidation and winding up, the managers of the Company or other person or entity responsible for the dissolution, liquidation and winding up of the Company shall cause to be executed and filed with the Florida Secretary of State, and shall execute, acknowledge and file, any and all other instruments necessary or appropriate to reflect or effect the dissolution of the Company;

RESOLVED FURTHER, that each of the managers or other appropriate agents or representatives of the Company shall be, and each of them hereby is, authorized, empowered and directed to take any and all such actions as may be necessary or advisable to accomplish the intent and purposes of the foregoing resolutions, and that all such acts that are in conformity with the intent and purposes of the foregoing resolutions are hereby ratified, approved and confirmed in all respects, including, without limitation, making all the appropriate filings with all necessary governmental bodies or agencies and the payment of final Company expenses as the manager deem appropriate;


RESOLVED FURTHER, that this Consent may be executed in any number of counterparts (including counterpart signature pages delivered by facsimile transmission), each of which shall be deemed an original, and all of which together shall constitute one instrument.

[THE NEXT PAGE IS THE SIGNATURE PAGE]


IN WITNESS WHEREOF, the undersigned members and managers of the Company have executed this Written Consent as of the date first above written.

\_\_\_\_\_  
Steve Kehrer

\_\_\_\_\_  
Paul Robbins

  
\_\_\_\_\_  
Prakash Shahani

\_\_\_\_\_  
Michael Shea

  
\_\_\_\_\_  
Gerard Vence, II

**JOINT WRITTEN CONSENT OF  
THE MEMBERS AND MANAGERS OF  
RCT CONTAINER LEASING, LLC**

The undersigned members and managers of RCT Container Leasing, LLC, a Florida limited liability company (the "**Company**"), representing all of the members and managers of the Company, do hereby adopt the following resolutions effective for all purposes as of the 12<sup>th</sup> day of March, 2008, and waive any and all requirements for the holding of a meeting of the members or managers of the Company, including, without limitation, any requirements as to notice thereof. Such resolutions are effective as if adopted at a meeting of the members of the Company duly called and held.

**Dissolution of the Company**

WHEREAS, the members and managers of the Company have determined that it is in the best interest of the members to dissolve the Company and wind up the affairs of the Company in accordance with the provisions set forth in the Operating Agreement of the Company and applicable law;

NOW, THEREFORE, BE IT RESOLVED, that the Company shall be dissolved, liquidated and wound up in an orderly manner in accordance with the terms of the Company's Operating Agreement and of any provision of applicable law;

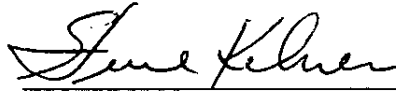
RESOLVED FURTHER, that, without limiting the generality of the previous resolution, in connection with such dissolution, liquidation and winding up, the managers of the Company or other person or entity responsible for the dissolution, liquidation and winding up of the Company shall cause to be executed and filed with the Florida Secretary of State, and shall execute, acknowledge and file, any and all other instruments necessary or appropriate to reflect or effect the dissolution of the Company;

RESOLVED FURTHER, that each of the managers or other appropriate agents or representatives of the Company shall be, and each of them hereby is, authorized, empowered and directed to take any and all such actions as may be necessary or advisable to accomplish the intent and purposes of the foregoing resolutions, and that all such acts that are in conformity with the intent and purposes of the foregoing resolutions are hereby ratified, approved and confirmed in all respects, including, without limitation, making all the appropriate filings with all necessary governmental bodies or agencies and the payment of final Company expenses as the manager deem appropriate;

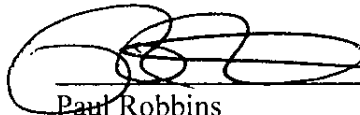
RESOLVED FURTHER, that this Consent may be executed in any number of counterparts (including counterpart signature pages delivered by facsimile transmission), each of which shall be deemed an original, and all of which together shall constitute one instrument.

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IN WITNESS WHEREOF, the undersigned members and managers of the Company have executed this Written Consent as of the date first above written.



Steve Kehrer



Paul Robbins

Prakash Shahani



Michael Shea

Gerard Vince, II