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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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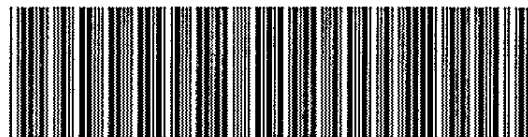
(Business Entity Name)

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SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GT Shadow, LLC

(Name of Limited Liability Company)

Dear Sir or Madam:

The enclosed Resignation of Member, Managing Member or Manager and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Troy H. Myers, Jr.

(Name of Person)

Icard,, Merrill, Cullis, Timm, Furen & Ginsburg, P. A.

(Firm/Company)

2033 Main Street, Suite 600

(Address)

Sarasota, FL 34237

(City/State and Zip Code)

For further information concerning this matter, please call:

Troy H. Myers, Jr.

(Name of Person)

at (941) 953-8110

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☒ \$25 Filing Fee

☐ \$55 Filing Fee &
Certified Copy

CR2E079 (8/05)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

MINUTES OF ACTION OF THE MEETING OF THE

THE MEMBERS OF

GT SHADOW, LLC

(a Florida limited liability company)

The undersigned, constituting the sole Member of GT SHADOW, LLC, a limited liability company organized under the laws of the State of Florida (hereinafter referred to as the "Company"), acting as the sole Member of the Company, in accordance with the provisions of Florida law, do hereby evidence unanimous consent to the adoption of and do hereby adopt the following resolutions effective as of October 2, 2006.

Acknowledgement of Resignation of Manager

RESOLVED, that Troy H. Myers, Jr. has resigned as his position as Manager of the Company.

Appointment of Successor Manager

RESOLVED, that the following named individual shall be and is hereby nominated and elected to serve as the Manager of the Company in accordance with the Operating Agreement of the Company, to serve until the next annual meeting of the Members and, if no managers are then elected, until such new managers are elected, and until the successor managers are qualified and take office:

Earl Ingarfield

The undersigned hereby waives all requirements of an in personam meeting, and a notice of the meeting and actions undertaken as evidenced by this instrument. By signature below, the undersigned sole member of the Company signifies his consent to the taking of the above described actions.

The Member:

Date of signature: October 2, 2006


Earl Ingarfield

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DIVISION OF CORPORATIONS