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From:

Account Name : NASH & KROMASH, LLP  
Account Number : 120050000042  
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**LLC DISSOLUTION OR WITHDRAWAL  
NIERENBERG GRIT, LLC**

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G. MCLEOD

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EXAMINER

H11000041390 3

**ARTICLES OF DISSOLUTION  
OF  
NIERENBERG GRIT, LLC**

Nierenberg GRIT, LLC, a Florida limited liability company, executes the following Articles of Dissolution under §608.445 of the Florida Limited Liability Company Act:

**ARTICLE I**

**NAME OF LIMITED LIABILITY COMPANY**

The name of the limited liability company is: Nierenberg GRIT, LLC (the "Company").

**ARTICLE II**

**DATE ARTICLES OF ORGANIZATION WERE FILED**

The Articles of Organization were filed on May 20, 2004, and assigned document number L04000038595.

**ARTICLE III**

**EFFECTIVE DATE OF DISSOLUTION**

The dissolution was approved on the 10<sup>th</sup> day of February, 2011.

**ARTICLE IV**

**OCCURRENCE THAT RESULTED IN DISSOLUTION**

Written consent of all of the Members of the Company resulted in the Company's dissolution under §608.441 of the Florida Limited Liability Company Act.

**ARTICLE V**

**DEBTS, OBLIGATIONS, AND LIABILITIES**

All debts, obligations, and liabilities of the Company have been paid or discharged, or adequate provision has been made therefor under §608.4421 of the Florida Limited Liability Company Act.

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H11000041390 3

H11000041390 3

**ARTICLE VI**

**DISTRIBUTION OF THE REMAINING PROPERTY**

All of the remaining property and assets of the Company have been distributed among its Members in accordance with their respective rights and interests.

**ARTICLE VII**

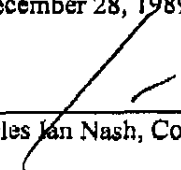
**PENDING LAWSUITS**

There are no lawsuits pending against the Company in any court.

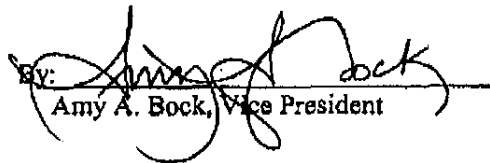
**IN WITNESS WHEREOF**, we have signed these Articles of Organization and acknowledged them to be our act this 10<sup>th</sup> day of February, 2011.

**SOLE MEMBER:**

Nierenberg Irrevocable GRIT Trust under agreement dated December 28, 1989, fbo Kerry I. Nierenberg

By:   
Charles Ian Nash, Co-Trustee

By: Bank of America, N.A., Co-Trustee

By:   
Amy A. Bock, Vice President

H11000041390 3

H11000041390 3

**ACTION PURSUANT TO WRITTEN CONSENT IN LIEU OF  
MEETING OF THE MEMBERS  
OF  
NIERENBERG GRIT, LLC**

The undersigned, constituting the sole Member of Nierenberg GRIT, LLC, a limited liability company organized and existing under the laws of the State of Florida (the "Company"), hereby consents in writing to the adoption of the following resolution in lieu of a meeting of the Members of the Company, as allowed by the laws of the State of Florida, and in accordance with the Articles of Organization and Operating Agreement of the Company, effective February 10, 2011:

**"RESOLVED**, that it is deemed desirable, in the judgment of the sole Member of the Company, and for the benefit of the Company, that the Company should be dissolved, and an action pursuant to written consent in lieu of meeting of the Members is signed effective February 10, 2011, authorizing the sole Member to execute Articles of Dissolution of the Company."

**SOLE MEMBER:**

Nierenberg Irrevocable GRIT Trust under agreement  
dated December 28, 1989, fbo Kerry I. Nierenberg

By: \_\_\_\_\_  
Charles Ian Nash, Co-Trustee

By: Bank of America, N.A., Co-Trustee

By: \_\_\_\_\_  
Amy A. Bock, Vice President

H11000041390 3