

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

From:
Account Name : PORTER, WRIGHT, MORRIS & ARTHUR
Account Number : 102233003533
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LLC DISS/WITH OR REV DISS

MILLER & LAVIGNE, LLC

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12/26

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

1. The name of a limited liability company is

MILLER & LAVIGNE, LLC

2. The Articles of Organization were filed on July 6, 2004 and assigned document number L04000050135

3. The date the dissolution was approved: _____

4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes, (copy 608.441 on back cover letter).

The written consent of all of the members of the limited liability company

5. CHECK ONE:

- ☐ All debts, obligations and liabilities of the limited liability company have been paid or discharged.
☒ -OR-
☒ Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421.

6. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

7. CHECK ONE:

- ☒ There are no suits pending against the company in any court.
☐ -OR-
☐ Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature

Printed Name

Bruce R. Miller

Dean D. LaVigne

FILING FEE: \$25.00

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CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

MILLER & LAVIGNE, LLC12-21, 2007**ACTION BY MEMBERS WITHOUT A MEETING**

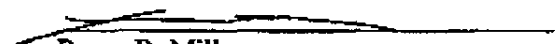
The undersigned, being all the members of MILLER & LAVIGNE, LLC, a Florida limited liability company (the "Company"), do hereby take the following actions in writing pursuant to the provisions of Section 608.441 of the Florida Limited Liability Company Act.

WHEREAS, the Members of the Company believe it is in the best interests of the Company for the Company to be dissolved and its assets liquidated;

RESOLVED, that the necessary documentation to effectuate such dissolution be prepared and filed with the Florida Department of State and any other governmental or regulatory entity and that the undersigned Members are authorized to execute Articles of Dissolution with the Florida Department of State and any other documentation with any other governmental or regulatory entity that is necessary or advisable to effectuate the dissolution of the Company and the winding up of the Company's affairs.

FURTHER RESOLVED, that the Members of the Company, or their designee(s), are authorized and directed to take any and all actions on behalf of the Company necessary to wind up the affairs of the Company and to sell, assign, distribute or otherwise liquidate on such terms as they deem advisable, any and all assets of the Company which they determine should be sold, assigned, distributed or liquidated to facilitate the liquidation of the Company, to pay all debts, obligations and liabilities of the Company or to make adequate provision for payment thereof pursuant to Section 608.4421 of the Florida Limited Liability Company Act, to distribute the remaining property and assets to the Members in accordance with their respective rights and interests, and to make adequate provision for the satisfaction of any judgment, order, or decree that may be entered against the Company in connection with any pending suit.

IN WITNESS WHEREOF, the undersigned have executed this Action by Members Without a Meeting as of the day and year first above written.


Bruce R. Miller


Dean D. LaVigne

MEMBERS