

LDL000007850

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

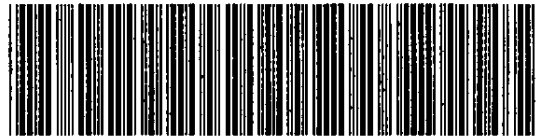
Special Instructions to Filing Officer:

Office Use Only

G. MCLEOD

APR 05 2010

EXAMINER



300172022733

03/19/10--01002--017 **25.00

Des.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 APR -2 PM 2:24

COVER LETTER

• TO: Registration Section
Division of Corporations

SUBJECT: Algenol LLC
(Name of Limited Liability Company)

The enclosed Articles of Dissolution and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Patrick Ahlm
(Name of Person)

Algenol Biofuels Inc.
(Firm/Company)

28100 Bonita Grande Drive, Suite 200
(Address)

8 Bonita Springs, FL 34135
(City/State and Zip Code)

For further information concerning this matter, please call:

Patrick Ahlm at (239) 444-6313
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|--|--|
| <input checked="" type="checkbox"/> \$25.00 Filing Fee | <input type="checkbox"/> 30.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$60.00 Filing Fee.
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|--|--|--|--|

MAILING ADDRESS:

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

STREET/COURIER ADDRESS:

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

ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY

SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED
10 APR -2 PM 2:24

1. The name of a limited liability company is

~~Algenol LLC~~ Algenol LLC

2. The Articles of Organization were filed on January 23, 2006 and assigned document number
LO6000007850

3. The date the dissolution was approved: March 4, 2010

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).

This limited liability company, Algenol LLC, has been dissolved pursuant to the above referenced statute upon the written consent of all of the members of Algenol LLC. See Attachment

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

See Attachment

R. Paul Woods

James Busch

Don Luttrell

ACTION BY UNANIMOUS WRITTEN CONSENT OF
THE MANAGERS OF
ALGENOL LLC
(Florida)

IN LIEU OF A SPECIAL MEETING

March 4, 2010

The undersigned, constituting all the members of Algenol LLC, a Florida limited liability company (the "Company"), acting pursuant to the authority of Sections 608.422(5) and 608.4231(7) of the Florida Business Organizations Code, and with the understanding that the execution of this unanimous written consent is in lieu of a special meeting of the Managers, do hereby take the following actions and adopt the following resolutions.

WHEREAS, on January 23, 2006, the Articles of Organization of the Company were filed with the Florida Department of State, Division of Corporations, specifying R. Paul Woods, Bob Chaphe, James Busch and Don Luttrell as all of the managing members of the Company;

WHEREAS, Mr. Chaphe ceased being a member of the Company on March 27, 2006;

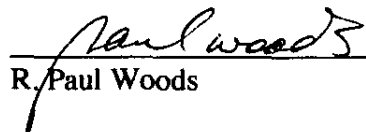
WHEREAS, the Company having had no assets or conducted any business, the members of the Company desire to dissolve the Company in accordance with Section 608.441(1)(c) of the Florida Business Organization Code;

NOW, THEREFORE, BE IT RESOLVED, that all of the Managers of the Company hereby authorize and approve the dissolution of the Company and the filing of an Article of Dissolution with the Florida Department of State, Division of Corporations; and, be it further

RESOLVED, that the Managers of the Company be, and each of them hereby is, authorized and directed to take or cause to be taken all such further actions, to finalize, execute and deliver or cause to be finalized, executed and delivered all such further instruments, certificates and documents in the name and on behalf of the Company, and to incur all such fees, expenses and taxes as in their judgment shall be necessary, appropriate or advisable in order to carry out fully the intent and purposes of the foregoing resolutions, the performance of such actions or the execution of such instruments, certificates or documents and the making of any such payments to be conclusive evidence of the exercise of the discretionary authority conferred herein.

This Action by Unanimous Written Consent may be executed in one or more counterparts, each of which shall be deemed an original, and all of which shall constitute one instrument.

IN WITNESS WHEREOF, the undersigned Managers have executed this Action by
Unanimous Written Consent as of the date first written above.


R. Paul Woods

James Busch

Don Luttrell

IN WITNESS WHEREOF, the undersigned Managers have executed this Action by
Unanimous Written Consent as of the date first written above.

R. Paul Woods



James Busch

Don Luttrell

IN WITNESS WHEREOF, the undersigned Managers have executed this Action by
Unanimous Written Consent as of the date first written above.

R. Paul Woods

James Busch



Don Luttrell