

**L080007361**

Florida Department of State  
Division of Corporations  
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From:

Account Name : CUMMINGS & LOCKWOOD  
Account Number : 102336001100  
Phone : (239) 649-3154  
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**LLC DISSOLUTION OR WITHDRAWAL  
M & J KEYSTONE INVESTMENTS, LLC**

Certificate of Status	0
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**D. BRUCE**

Hel JUL 22 2010

**EXAMINER**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. The name of the limited liability company is **M & J KEYSTONE INVESTMENTS, LLC** (the "Company").
2. The Articles of Organization were filed on July 29, 2008 and assigned document number L08000073061.
3. The date the dissolution was approved: July 17<sup>th</sup>, 2010.
4. A description of the occurrence that resulted in the Company's dissolution pursuant to Section 608.441, Florida Statutes:

By written consent, the sole Member has decided to dissolve the Company.

**5. CHECK ONE:**

- ☒ All debts, obligations and liabilities of the Company have been paid or discharged.  
-OR-  
☐ Adequate provision has been made for the debts, obligations and liabilities pursuant to Section 608.4421, Florida Statutes.

6. All remaining property and assets of the Company have been distributed to its sole Member in accordance with her 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.

Signature of the sole Member holding all of the membership interest necessary to approve the dissolution:

**MEMBER:**

Jayelyn Wessendorf  
JAYELYN WESSENDORF\*

Matthew Wessendorf  
MATTHEW WESSENDORF\*

\*As tenants by the entirety

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**WRITTEN CONSENT OF THE  
SOLE MEMBER  
OF  
M & J KEYSTONE INVESTMENTS, LLC**

The undersigned, being the sole Member of M & J KEYSTONE INVESTMENTS, LLC, a Florida limited liability company, does hereby consent to the adoption of the following recitals and resolutions:

**BE IT RESOLVED**, that the Company be liquidated and dissolved pursuant to Florida Statutes Section 608.441(1)(c); and be it further

**RESOLVED**, that as of the date hereof, a plan of liquidation (the "Plan") be, and is, adopted whereby the sole Member of the Company is authorized to distribute the assets of the Company or otherwise liquidate any and all remaining assets and properties of the Company, which in her judgment should be distributed or liquidated to facilitate the Plan and the dissolution of the Company; and be it further

**RESOLVED**, that the Company shall be dissolved and liquidated in accordance with the Florida Limited Liability Act; and be it further

**RESOLVED**, that the sole Member of the Company is authorized, empowered and directed to take any action deemed necessary or appropriate in connection with such dissolution, including without limitation, executing and filing with the Florida Department of State the Articles of Dissolution of the Company; and be it further

**RESOLVED**, that the Company shall thereafter cease to conduct any further business other than to wind up its affairs pursuant to the Plan and the applicable provisions under Florida law; and be it further

**RESOLVED**, that prior to and after the distribution and final liquidation of the Company, the sole Member of the Company, shall have full authority to, and shall take all action and execute and deliver all agreements, notices, certificates and other instruments on behalf of the Company, as may be deemed necessary, desirable or convenient to carry out fully the Plan; and be it further

**RESOLVED**, that upon completion of the liquidation of the Company, and within the time prescribed by law, the sole

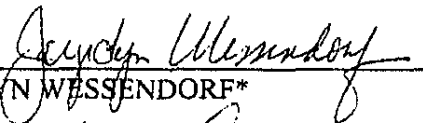
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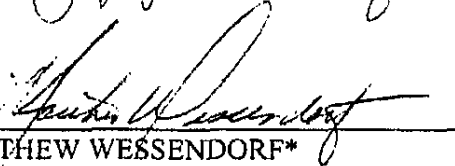
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Member of the Company or the Company's accountant shall file all necessary reports and tax returns required under Florida law and the law of the United States of America.

Executed this 17<sup>th</sup> day of July, 2010.

**MEMBER:**

  
JAYELYN WESSENDORF\*

  
MATTHEW WESSENDORF\*

\*As tenants by the entirety

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