

L10000117794

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

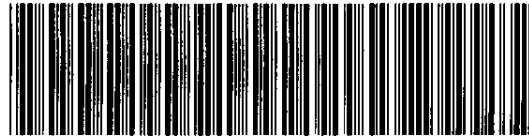
Special Instructions to Filing Officer:

Office Use Only

**G. MCLEOD**

MAY 19 2011

**EXAMINER**



400207640294

05/18/11--01027--008 \*\*30.00

FILED

11 MAY 18 PM 1:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Nora Investment US #6 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:

Alexandra de St. Croix, Paralegal

(Name of Person)

Gunster

(Firm/Company)

2 South Biscayne Blvd., Suite 3400

(Address)

Miami, Florida 33131

(City/State and Zip Code)

For further information concerning this matter, please call:

Alexandra de St. Croix

(Name of Person)

at ( 305 ) 376-4181

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐

\$25.00 Filing Fee

☒

30.00 Filing Fee &  
Certificate of Status

☐

\$55.00 Filing Fee &  
Certified Copy  
(additional copy is enclosed)

☐

\$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  
FLORIDA LIMITED LIABILITY COMPANY  
NORA INVESTMENT US #6 LLC**

*Pursuant to Section 608.441 of the Florida Limited Liability Company Act (the "Act") and the Company's Operating Agreement, the Sole Member of NORA INVESTMENT US #6 LLC submits these Articles of Dissolution to the Florida Department of State:*

1. The name of the limited liability company is **NORA INVESTMENT US #6 LLC** (the "Company").
2. The Articles of Organization were filed with the Florida Department of State on **November 10, 2010** and assigned Document Number **L10000117794**.
3. The date the dissolution was approved by the Sole Member was MAY 2, 2011.
4. The dissolution was the result of the written consent of the majority of the Members, pursuant to Section 608.441(c) and the Company's Operating Agreement.
5. All debts, obligations and liabilities of the Company have been paid or discharged, or provisions have been made pursuant to Section 608.4421.
6. All remaining property and assets have been distributed to the Sole Member in accordance with its rights and interests.
7. There are no suits pending against the Company in any court.
8. The signature of the Sole Member necessary to approve the dissolution is as stated in these Articles of Dissolution.

**IN WITNESS WHEREOF**, the undersigned Sole Member hereby executes these Articles of Dissolution as of this 2<sup>nd</sup> day of May, 2011.

**NORA INVESTMENT US LLC**  
a Florida limited liability company

By: 

Name: GUILLERMO E. LASSO

Title: MANAGER

11 MAY 18 PM 1:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**WRITTEN CONSENT IN LIEU OF A SPECIAL MEETING  
OF THE SOLE MEMBER OF  
NORA INVESTMENT US #6 LLC**

*Pursuant to the Florida Limited Liability Company Act (the "Act"), the Sole Member of NORA INVESTMENT US #6 LLC submits as follows:*

THE UNDERSIGNED, being the sole member (the "Member") of NORA INVESTMENT US #6 LLC, a Florida limited liability company (the "Company"), hereby consents and subscribes to the following acts and resolutions in lieu of holding a formal special meeting regarding the same, pursuant to the Act and the Operating Agreement of the Company (the "Agreement"). This instrument shall have the same force and effect as if the actions herein referred to had been taken at a timely called and duly held meeting of the same.

**WHEREAS**, the Company filed its Articles of Organization with the Office of the Secretary of State of the State of Florida on November 10, 2010; and

**WHEREAS**, the Member has determined it to be in the best interests of the Company to terminate all business activities and dissolve the Company, and to file the Articles of Dissolution For A Limited Liability Company in the same form and substance of which is attached hereto as Exhibit "A", with the Office of the Secretary of State of the State of Florida.

**NOW, THEREFORE IT IS**

**RESOLVED**, that the Company shall discontinue and terminate all business activities and be dissolved;

**RESOLVED**, that the Managers shall execute and file all forms, certificates, papers and any other documents as may be required by local, state and/or federal tax agencies before the Company may be canceled;

**RESOLVED**, that the Managers shall sell, exchange, or otherwise dispose of or reduce to cash all of the assets, properties or rights of the Company and, to the extent of such assets, if any, shall pay or make provision for payment of the obligations and liabilities of the Company, including local, state and federal tax liabilities, and to the extent of any contingent liabilities, if any, and where deemed necessary, make provision for a reserve to ensure payment of such contingent liabilities;

**RESOLVED**, that only after providing for the payment or provision for liabilities of the Company shall the Managers distribute the remaining assets, if any, to the Member;

**RESOLVED**, that the Managers are hereby authorized and directed, in the name of and on behalf of the Company, to (i) take any and all actions which in the Managers' discretion the Managers may deem to be necessary or desirable to effectuate the

foregoing resolutions and to carry out the purposes thereof and (ii) execute and deliver any and all certificates, agreements, instructions, notices or other documents (all of which are to be in the form and substance as the Managers executing the same may, upon advice of counsel, deem necessary or desirable) to effectuate the foregoing resolutions and to carry out the purposes thereof;

**RESOLVED**, that the signature of the Managers or Member on all certificates, agreements, instructions, notices or other documents executed in connection with or pursuant to the foregoing resolutions shall be conclusive evidence of the Managers' or Member's authority to execute and deliver such certificates, agreements, instructions, notices or other documents;

**RESOLVED**, that any and all actions heretofore taken by the Managers and Member in connection with or pursuant to the foregoing resolutions are hereby approved, adopted, ratified and confirmed as the acts and deeds of the Company.

**IN WITNESS WHEREOF**, the undersigned hereby execute this Written Consent effective as of this 2 day of MAY, 2011.

**NORA INVESTMENT US LLC**  
**Sole Member**

By: 

Name: GUILLERMO E. LASSO

Title: MANAGER

---

**EXHIBIT A**

**Articles of Dissolution**