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14 JUN 30 PM 1:21

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14 JUN 30 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUL - 1 2014

T. BROWN



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 198802 7103152

AUTHORIZATION :

COST LIMIT : ~~4,125.00~~ *Liquidation*

ORDER DATE : June 30, 2014

ORDER TIME : 1:00 PM

FILE SECOND
PRECEDED BY DISSOLUTION

ORDER NO. : 198802-010

CUSTOMER NO: 7103152

DOMESTIC FILING

NAME: KNAUF-KOENIG GROUP, LLC

EFFECTIVE DATE:

_____ ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP
XX _____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Emily Gray - EXT. 62925

EXAMINER'S INITIALS: _____

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: KNAUF-KOENIG GROUP, LLC
Name of Limited Liability Company

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

Please return all correspondence concerning this matter to the following:

Michael D. Gentzle, Esq.
Name of Person

Coleman, Yovanovich & Koester, P.A.
Firm/Company

4001 Tamiami Trail North, Suite 300
Address

Naples, FL 34103
City/State and Zip Code

gisela@kkqbuid.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michael D. Gentzle, Esq. at (239) 435-3535
Name of Person Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$125.00 Filing Fee | <input checked="" type="checkbox"/> \$130.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$160.00 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

KNAUF-KOENIG GROUP, LLC

Action of the Members
By Unanimous Written Consent
In Lieu of Special Meeting

Pursuant to the authority of the Florida Limited Liability Company Act and the Operating Agreement, the undersigned, being all of the Members of KNAUF-KOENIG GROUP, LLC, a Florida limited liability company, whose Articles of Organization were filed on November 30, 2006 and assigned Document Number L06000114959 (the "Company"), do hereby affirmatively *VOTE FOR, CONSENT TO, ADOPT, AND APPROVE* the following resolutions:

WHEREAS, the Members have determined that it is in the best interests of the Company that it be liquidated and dissolved; it is hereby

RESOLVED, that the Members approve and ratify the liquidation and dissolution of the Company pursuant to the terms of the Florida Limited Liability Company Act and the Regulations of the Company; and it is further

RESOLVED, that the Members agree that the dissolution shall be final and that they will not to attempt to rescind the dissolution; and it is further

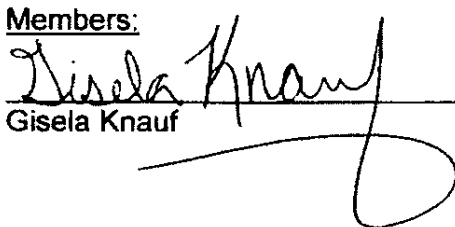
RESOLVED, that Gisela Knauf, as Manager, is authorized, on behalf of the Company, to file the Articles of Dissolution with the Florida Department of State and to execute, deliver and file such agreements, instruments and documents, in the name of and on behalf of the Company, as are necessary in order to carry out the resolutions adopted hereby; and it is further

RESOLVED, that immediately following the dissolution of the Company, the Members authorize and approve the use of the Company's name "Knauf-Koenig Group, LLC" by another entity organized in the State of Florida; and it is further

RESOLVED, that this Action of the Members by Unanimous Written Consent in Lieu of Special Meeting may be transmitted via facsimile machine and executed in counterpart and such signatures shall be deemed to be the original signatures of the signatories.

IN WITNESS WHEREOF, the undersigned have set their hands effective as of the 30th day of June, 2014.

Members:


Gisela Knauf


Matthew D. Knauf

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

KNAUF-KOENIG GROUP, LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

5640 TAYLOR ROAD

SUITE 3

NAPLES, FL 34109

Mailing Address:

5640 TAYLOR ROAD

SUITE 3

NAPLES, FL 34109

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Michael D. Gentzle, Esq.

Name

4001 Tamiami Trail North, Suite 300

Florida street address (P.O. Box **NOT** acceptable)

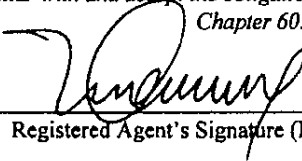
NAPLES

City

FL 34103

Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S.



Registered Agent's Signature (REQUIRED)

(CONTINUED)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

Name and Address:

GISELA KNAUF

5640 TAYLOR ROAD, SUITE 3

NAPLES, FL 34109


(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

ARTICLE VI: Other provisions, if any.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 605.0203 (1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

GISELA KNAUF

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)