

L15000201138

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LLC DISSOLUTION OR WITHDRAWAL
GNOSIS FUND II, LLC

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Prepared by:
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Jacksonville, Florida 32202
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ARTICLES OF DISSOLUTION
OF
GNOSIS FUND II, LLC

Pursuant to Section 605.0707 of the Florida Revised Limited Liability Company Act (the "Act"), Gnosis Fund II, LLC (the "Company") does hereby submit the following Articles of Dissolution:

ARTICLE I – NAME

The name of the limited liability company is Gnosis Fund II, LLC.

ARTICLE II – FORMATION

The Company's Articles of Organization were filed on December 4, 2015. The Company was assigned document number L15000201138.

ARTICLE III – EFFECTIVE DATE

These Articles of Dissolution are effective upon filing with the Secretary of State of the State of Florida.

ARTICLE IV – ADOPTION OF DISSOLUTION

Pursuant to Section 605.0701 of the Act, the Company's Members have executed a Written Consent as of July __, 2018 to adopt and approve the dissolution of the Company as required by Section 12.1 of the Company's Operating Agreement dated December 4, 2015 (the "Operating Agreement").

ARTICLE V – DEBTS, OBLIGATIONS AND LIABILITIES

The Company hereby certifies that all debts, obligations and liabilities of the Company have been paid or discharged, or that adequate provision has been made therefore pursuant to Section 605.0710 of the Act.

ARTICLE VI – REMAINING PROPERTY

All or any of the Company's remaining assets and/or property have been distributed among the Members in accordance with her, his or its respective interests and rights.

ARTICLE VII – NO PENDING LITIGATION

The Company hereby certifies that there are no suits pending against the Company in any court.

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The undersigned, for the purpose of dissolving the Company under the laws of the State of Florida, has executed these Articles of Dissolution of Gnosis Fund II, LLC.

GNOSIS FUND II, LLC

By: 

Aaron F. Zalla, Manager

CERTIFICATE OF ADOPTION

The undersigned hereby certifies that on July 31, 2018, the foregoing Articles of Dissolution were adopted and approved, and their filing authorized, by written consent of a majority of the Company's Class A Members pursuant to Section 12.1 of the Company's Operating Agreement and in compliance with Section 605.0701 of the Act.


Aaron F. Zalla, Manager

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