

L21000083758

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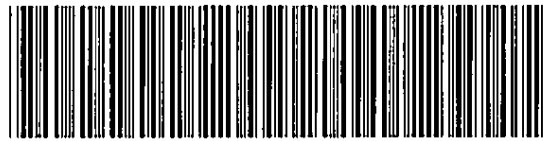
(Business Entity Name)

(Document Number)

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**UNANIMOUS RESOLUTION AND CONSENT OF
ALL MEMBERS AND MANAGERS
AND
ARTICLES OF DISSOLUTION
OF**

Cousin Capital LLC,
EIN: 86-2320999
Document Number: L21000083758

A meeting of the Members and Manager of Cousin Capital LLC was held on April 25, 2023. All the Members and Managers, without exception, were present at said meeting. The meeting was hence validly constituted with a full quorum. After deliberation and discussion, it was decided, by unanimity of all those present, that Cousin Capital LLC be dissolved, and shall cease to exist, effective on the date when these articles of dissolution are filed with the Secretary of State of the State of Florida. The present document was unanimously adopted as a written resolution, and articles of dissolution, of the company.

WHEREAS, the Articles of Organization of Cousin Capital LLC were filed on February 18, 2021, and assigned document number L21000083758.

1. The occurrence that resulted in the limited liability company's dissolution is that the company achieved all the legal purposes for which it was created, and its members no longer want to be bound as equity holders. The dissolution of the company is voluntary and all members consent to it.
2. It was also decided that Mr. Rubén Darío Rizzo (with address at 951 Brickell Ave, Apt 1107, Miami, FL 33131) is hereby appointed as the person to wind up the company. That person is hereby irrevocably instructed that any and all debts of the company (if any) shall be fully paid and discharged. As person in charge of the winding-up, Mr. Rubén Darío Rizzo is fully and irrevocably authorized to transfer all equity remaining, on behalf of each member, to: Next Capital Group LLC, a Florida limited liability company, as follows:

Damian Di Biase	\$500,000
Dazzo, LLC	\$100,000

Additional equity balances, if any, shall be returned directly to each member.

3. These articles of dissolution shall be delivered to the Florida Department of State Division of Corporations.
4. Upon the filing of these articles of dissolution, the limited liability company shall cease conducting its business and shall continue solely for the purpose of winding up its affairs in accordance with s. 605.0709, except for the purpose of lawsuits.

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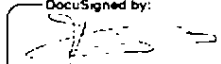
other proceedings, and appropriate action as provided in Florida Statutes. The company shall not carry on any business except as appropriate to wind up its business affairs.

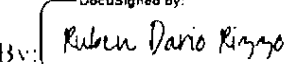
- 5. Any operating agreement adopted by the members, including the one executed on March 15, 2002, shall be terminated when the company is dissolved.

IT WAS RESOLVED FURTHER that the Members/Managers authorize the Company and Mr. Rubén Darío Rizzo to file with the Secretary of State the appropriate forms to dissolve the Company and to take all actions relating thereto to wind up the business of the Company.

Dated: 4/25/2023

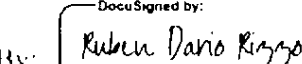
ALL MEMBERS:

DocuSigned by:

 Daniel Andrés Di Biase, as Member

DocuSigned by:

 By: Rubén Darío Rizzo
 Dazzo, L.L.C. as Member
 Printed name: Rubén Darío Rizzo
 Authorized Member/Representative of Dazzo LLC

MANAGER:

DAZZO LLC, a Florida limited liability company as authorized Member and Manager of Cousin Capital LLC:

DocuSigned by:

 By: Rubén Darío Rizzo
 Printed name: Rubén Darío Rizzo
 Authorized Member/Representative of DAZZO LLC

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 STATE OF FLORIDA