

M14000008374

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

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(Document Number)

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NASCO Products, LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Karen E. Delaney

Name of Person

NASCO Products, LLC

Firm/Company

500 Seneca St, Ste 507

Address

Buffalo, NY 14204

City/State and Zip Code

tacdept@xxiicentury.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Karen E. Delaney at (716) 270-1523
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- \$25 Filing Fee \$30 Filing Fee & Certificate of Status \$55 Filing Fee & Certified Copy \$60 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of
State: NASCO Products, LLC

Enter new principal office address, if applicable: _____

(Principal office address
MUST BE A STREET ADDRESS) _____

Enter new mailing address, if applicable: 500 Seneca St, Ste 507

(Mailing address
MAY BE A POST OFFICE BOX) Buffalo, NY 14204

2. The Florida document number of this limited liability company is: M14000008374

3. Jurisdiction of its organization: North Carolina

4. Date authorized to do business in Florida: 01/01/2015

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: _____
(must contain "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C.," or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new
registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____
Enter Florida Street Address

_____, **Florida** _____
City *Zip Code*

New Registered Agent's Signature, if changing Registered Agent:

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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

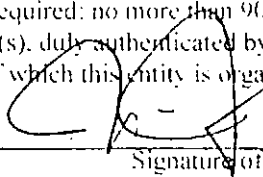
If Changing Registered Agent, Signature of New Registered Agent

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

<u>Title: Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
Manager	Steven Przybyla	759 Lafayette Ave	<input checked="" type="checkbox"/> Add
		Buffalo, NY 14222	<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

9. Attached is a certificate, if required; no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



 Signature of the authorized representative

John Franzino

 Typed or printed name of signee

Filing Fee: \$25.00

**MINUTES OF THE SPECIAL MEETING
OF THE SOLE MEMBER OF NASCO PRODUCTS, LLC**

A special meeting of the sole member of NASCO Products, LLC (the "Company") was held on April 19, 2021. 22nd Century Group, Inc., as the sole member of the Company, was represented at the special meeting by Steven Przybyla, Esq., the Vice President, General Counsel and Secretary of 22nd Century Group, Inc.

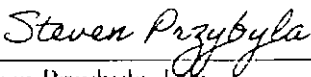
Mr. Przybyla called the meeting to order. The following resolution was unanimously approved by the sole member:

RESOLVED, that Steven Przybyla is hereby elected and appointed as a new manager of NASCO Products, LLC; and it was

FURTHER RESOLVED, that the managers of NASCO Products, LLC are now Michael Zercher, John Franzino and Steven Przybyla and they are authorized to do all acts necessary and related to the business of NASCO Products, LLC.

The special meeting was thereafter adjourned.

22nd Century Group, Inc.



Steven Przybyla, Esq.
Vice President, General Counsel & Secretary