RI SOS Filing Number: 202033347930 Date: 1/29/2020 1:40:00 PM

State of Rhode Island and Providence Plantations
Department of State - Business Services Division

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R.I. DEPT. OF STATE
BUS SVCS DIV
2020 JAN 29 PM 1:40

Articles of Dissolution

DOMESTIC Limited Liability Company

→ Filing Fee: $50.00

Pursuant to the provisions of RIGL 7-16-47, the undersigned hereby submits the following Articles of Dissolution:

1. Entity ID Number:	2. The name of the limited liability company is:
001665329	**Urban Parking LLC**

3.The date of filing of its original Articles of Organization was: **July 25, 2016**

4. The dates of filing of all amendments to the original Articles of Organization or the most recent restatement, if any, and all subsequent amendments thereto:
NA

5. The reason(s) for filing the Articles of Dissolution are:
The limited liability company is winding up its affairs and ceasing to conduct business at the sole discretion of its only member.

6. State any other information or provision, not inconsistent with law, which the members or authorized person signing the Articles of Dissolution elect to set forth:

7. As required by RIGL 7-16-8, the entity has paid all fees and franchise taxes. RI Division of Taxation's **ORIGINAL** letter of good standing (LOGS) for the purpose of dissolution **MUST** accompany this form.

FILED
JAN 29 2020
BY JJYMH
1:40

MAIL TO:
Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

8. Date when these Articles of Dissolution will be effective: **CHECK ONE BOX ONLY**	
☑ Date received (Upon filing) ☐ Effective date (which shall be a date certain) ______________________	
Under penalty of perjury, I declare and affirm that I have examined these Articles of Dissolution, including any accompanying attachments, and that all statements contained herein are true and correct.	
Type or Print Name of LLC **Urban Parking LLC**	Date **December 2, 2019**
Signature of Authorized Person SIGN DOCUMENT HERE	

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

STATE OF RHODE ISLAND AND
PROVIDENCE PLANTATIONS
DEPARTMENT OF ADMINISTRATION
DIVISION OF TAXATION
ONE CAPITOL HILL
PROVIDENCE, RI 02908

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BUS SVCS DIV

1665329

LAW OFFICES OF JOHN BOEHNERT
ATTN: JOHN BOEHNERT
50 SOUTH MAIN STREET
PROVIDENCE, RI 02903

LETTER OF GOOD STANDING

It appears from our records that **Urban Parking LLC** has filed all the required returns due for this letter of good standing and paid all known tax liabilities as of this date. **Urban Parking LLC** is in good standing with the Rhode Island Division of Taxation as of **01/09/2020.** This letter of good standing is expressly conditional and may be based upon unaudited returns, subject to future audit.

This Letter of Good Standing does not cover any violation of chapter 20 of Title 44 that has occurred within the last thirty (30) days and any resulting assessments and/or license suspension which have not yet issued from the Division for such violation(s). Any subsequent application for a license or permit may be denied in accordance with R.I. Gen. Laws § 44-20-4.1.

This letter is issued pursuant to the request of the above named corporation for the purpose of:

DISSOLUTION

This letter of good standing is valid **only** for the specific reason listed above and is not valid for any other reason(s).

Very truly yours,

IAN BEAUREGARD
Supervising Revenue Officer

Neena Savage
Tax Administrator

813450273:15561512
DLN: 10007164044

URBAN PARKING LLC

CONSENT IN LIEU OF MEETING

As of the 2nd day of December, 2019, the undersigned, being all of the Members of Urban Parking LLC, a Rhode Island Limited Liability Company (the "Limited Liability Company"), pursuant to the applicable provisions of the Rhode Island Limited Liability Company Act and the Articles of Organization and Operating Agreement of the Limited Liability Company, do hereby consent to the following action being taken for and on behalf of the Limited Liability Company without a meeting:

RESOLVED: That the Company shall cease all business operations, pay all business obligations due and owing, pay all fees and taxes due and owing pursuant to and in accordance with R.I. Gen. Laws 7-16-8, and take all measures necessary and appropriate to dissolve the Company, including the filing for and obtaining of a letter of Good Standing from the Rhode Island Division of Taxation, and the filing of Articles of Dissolution with the Rhode Island Secretary of State and the payment of any applicable filing fees required to make such filings.

RESOLVED: That Christopher J. Marsella, the sole member of the Company (the "Authorized Officer") be, and hereby is, acting singly and in the name and on behalf of the Limited Liability Company, authorized, empowered and directed to do and perform all acts, engage in all conduct, pay all fees, and execute, file and deliver any and all documents and instruments as the Authorized Officer shall, in his discretion, deem necessary in order to effectuate the foregoing resolutions, including engaging legal counsel and accountants to prepare necessary and appropriate documentation and the sale, assignment or transfer of any assets of the Company, if any.

RESOLVED: That any action taken prior to the date of this consent on behalf of the Limited Liability Company by the Authorized Officer that is within the scope of the authority contemplated in the foregoing resolutions be, and it hereby is, ratified, approved, and confirmed in all respects.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the undersigned have executed this consent as of the day and year first above written.

Marsella Development Corp.
Sole Member

By: ______________________
Christopher J. Marsella
Its President

MARSELLA DEVELOPMENT CORP.

CONSENT OF SOLE SHAREHOLDER

IN LIEU OF SPECIAL MEETING

As of the 2nd of December, 2019, the undersigned, being the sole shareholder of Marsella Development Corp., a Rhode Island close corporation without a board of directors (the "Corporation"), in accordance with the applicable provisions of the Rhode Island Business Corporation Act and the articles of incorporation and bylaws of the Corporation, does hereby consent to the following actions being taken for and on behalf of the Corporation in lieu of a special meeting:

RESOLVED: The resolutions attached hereto by Christopher J. Marsella as President of the Corporation pertaining to the dissolution of Urban Parking LLC are hereby ratified, confirmed and approved.

IN WITNESS WHEREOF, the undersigned has executed this consent as of the day and year first above written.

Christopher J. Marsella, Sole Shareholder

State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island and Providence Plantations, hereby certify that this document, duly executed in accordance with the provisions of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this office on this day:

January 29, 2020 01:40 PM

Nellie M. Gorbea
Secretary of State