



State of Rhode Island
 Department of State - Business Services Division

Articles of Dissolution

DOMESTIC Limited Liability Company

→ Filing Fee: \$50.00

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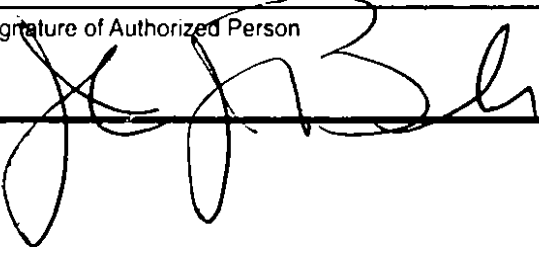
Pursuant to the provisions of RIGL 7-16-47, the undersigned hereby submits the following Articles of Dissolution:

1. Entity ID Number: 98836	2. The name of the limited liability company is: Laurelwood Partners LLC
3. The date of filing of its original Articles of Organization was: January 28, 1998	
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: None	
5. The reason(s) for filing the Articles of Dissolution are: The ending of business.	
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: None	

MAIL TO:

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

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7. The limited liability company certifies that it has no outstanding tax obligations. As required by RIGL 7-16-8, the limited liability company has paid all fees and taxes. [Note: tax status can be verified by emailing tax.collections@tax.ri.gov.]		
8. Date when these Articles of Dissolution will be effective: CHECK ONE BOX ONLY		
<input checked="" type="checkbox"/> Date received (Upon filing)		
<input type="checkbox"/> Effective date (which shall be a date certain) _____		
<i>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.</i>		
Name of Authorized Person	Street Address	
John J. Boucher	600 Cass Avenue	
City/Town	State	Zip Code
Woonsocket	Rhode Island	02895
Signature of Authorized Person		Date
		1-30-24

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.

CONSENT OF THE SOLE MEMBER

OF

LAURELWOOD PARTNERS LLC

The undersigned, being the sole member of Laurelwood Partners LLC, a limited liability company duly organized and existing under the laws of the State of Rhode Island (the "Company"), does hereby consent to the following action being taken without a meeting, all of which action is required or permitted to be taken at a meeting of the members:

VOTED: That the Plan of Complete Liquidation and Dissolution of the Company ("Plan"), as set forth below, is hereby adopted and approved in all respects, and the sole member of the Company is hereby empowered and authorized to execute and deliver any and all documents, certificates and instruments and to do or cause to be done all such acts and things as in their sole discretion may be necessary or advisable in order to put such Plan into effect and to take all necessary and appropriate action to implement such Plan.

PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION

This Plan of Complete Liquidation and Dissolution, hereinafter called "Plan", is for the purpose of effecting the complete liquidation and dissolution of Laurelwood Partners LLC, in accordance with Sections 7-16-21(b), 7-16-39, 7-16-45, 7-16-46 and 7-16-47 of the Rhode Island Limited Liability Company Act, pursuant to the following steps:

A. The Company will cease the active conduct of its business and wind up its affairs and will liquidate and distribute all of its assets in complete liquidation, less any assets retained to meet claims, within the twelve (12) month period beginning on the date of the adoption of this Plan.

B. The sole member of the Company, be, and he is hereby authorized, from time to time, to negotiate and consummate sales of all or any portion or portions of the properties and assets of the Company upon such terms and conditions as he, in his discretion, shall deem beneficial to the Company, including (i) the assumption by the purchaser or purchasers of any or all liabilities of the Company, and (ii) the acceptance by the Company of a note or notes of the purchaser or purchasers, secured or unsecured, as and for all or a portion of the purchase price. The signature of the sole member of the Company on any document or documents executed for purposes of carrying out the foregoing shall be binding on the Company.

C. The sole member of the Company may from time to time effect one or more distributions of the property of the Company, in cash or in kind, in a series of distributions in complete liquidation, retaining such assets as he may deem necessary to meet the claims or liabilities of the Company and to continue the operation of such properties and assets of the Company as have not been sold at the time of such distribution.

D. Prior to the expiration of the twelve (12) month period beginning on the date of the adoption of the Plan, such of the assets of the Company as have not been previously distributed and in the opinion of the sole member of the Company need no longer be retained to meet claims or liabilities, shall be distributed to the holders of the Company's membership units.

E. Each of the foregoing distributions in complete liquidation shall be in exchange solely for, and in complete redemption and cancellation of, and in payment for, all of the outstanding membership units of the Company.

F. The sole member of the Company shall proceed with the voluntary dissolution of the Company under the laws of the State of Rhode Island.

G. The sole member of the Company be and he hereby is authorized, empowered and directed to sign, seal, execute, acknowledge and deliver any and all documents and instruments, including federal and state corporation tax returns, information required to be filed by reason of the complete liquidation and dissolution of the Company, and all documents and instruments which he deems necessary or advisable to carry out the purpose and intentions of this Plan.

IN WITNESS WHEREOF, the undersigned, being the sole member of the Company, have duly executed this Consent as of the 30th day of January, 2024.


John J. Boucher