



COMMONWEALTH OF KENTUCKY
MICHAEL G. ADAMS, SECRETARY OF STATE

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Michael G. Adams
Kentucky Secretary of State
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Division of Business Filings
P.O. Box 718
Frankfort, KY 40602
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www.sos.ky.gov

Articles of Dissolution
Limited Liability Company

LLD

This form may be used for filing articles of dissolution for a limited liability company (LLC), nonprofit LLC or professional service LLC.

Please note: Filing this form with the Office of the Secretary of State does not ensure the dissolution of the business entity is complete. Filers are encouraged to seek the advice of a professional prior to filing Articles of Dissolution.

Pursuant to the provisions of KRS 14A and KRS 275.315, the undersigned limited liability company executes the following articles of dissolution:

Article I. The name of the limited liability company is Gray Industrial Realty II, LLC
(The name must be identical to the name on record with the Secretary of State.)

Article II. This dissolution was caused by the following event: (check one only)

- (1) The expiration of the term of the limited liability company set forth in the articles of organization;
- (2) Upon the occurrence of events specified in the articles of organization or a written operating agreement;
- (3) Upon the written consent of all the members; or
- (4) There are no remaining members.

Article III. The event of dissolution identified in Article II occurred on the following date: 2/5/2024

Article IV. Additional information, if applicable, that the member(s) or manager(s) filing deem proper:
(Any delayed effective date provided shall not exceed 90 days from the day delivered to the Secretary of State for filing.)

I/We declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

DocuSigned by: 	Curt Hargrove	President	2/5/2024
Signature of authorized representative	Printed Name	Title	Date

**UNANIMOUS WRITTEN CONSENT OF
SOLE MEMBER OF
GRAY INDUSTRIAL REALTY II, LLC**

The undersigned, being the sole member (the "Member") of Gray Industrial Realty II, LLC, a Kentucky limited liability company (the "Company"), acting by written consent without a meeting pursuant to applicable provisions of the Kentucky Limited Liability Company Act, does hereby waive call and notice of a meeting of the member and consents to the adoption of the following resolutions:

RESOLVED, that the Company be dissolved and its business affairs wound up in accordance with the provisions of the Company's Operating Agreement and the Kentucky Limited Liability Company Act (the "Act") effective as of 2/5/2024.

RESOLVED, that the Member of the Company, and the following individuals ("Authorized Representatives") are authorized and directed to take such actions and to make, execute, deliver, and file on behalf of this Company, any and all documents as may be necessary or appropriate to wind up and dissolve the Company, including without limitation collecting its assets, discharging or making provision for discharging its liabilities, distributing its remaining property to the Member, and doing any other act necessary to wind up and liquidate its business and affairs.

Joseph Hargrove, President;

Stephen Gray, VP;

Scott Parker, VP; and

Colby Cox, VP, Secretary and Treasurer.

RESOLVED, that upon dissolution, an accounting shall be made of the accounts of the Company and of the Company's assets, liabilities, and operations. The Member shall immediately proceed to wind up the affairs of the Company in accordance with the Act.

RESOLVED, that after the dissolution of the Company, Articles of Dissolution shall be executed and delivered to the Kentucky Secretary of State for filing in accordance with the Act. The Member, Authorized Representatives, or other appropriate party shall have authority to distribute any Company property discovered after dissolution, to convey real estate, and to take such other action as may be necessary on behalf of and in the name of the Company.

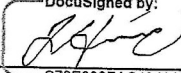
RESOLVED, that this Written Consent may be executed in several counterparts, each of which shall constitute an original but all of which taken together shall constitute one and the same instrument.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned Member has duly executed this Written Consent effective as of 2/5/2024.

MEMBER:

GRAY INDUSTRIAL REALTY I, INC.

By:  _____
DocuSigned by:
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Name: J. Curt Hargrove

Title: President