

**0717246.06**mmoore  
LAOD**Michael G. Adams**  
**Kentucky Secretary of State**  
Received and Filed:  
5/15/2024 3:25 PM  
Fee Receipt: \$40.00

ARTICLES OF DISSOLUTION  
FOR  
SMB PROPERTIES 1901, LLC  
a Kentucky Limited liability company

The undersigned, Steven M. Block, DPM, being the sole member and manager of and the duly authorized representative for SMB Properties 1901, LLC, a Kentucky limited liability company, hereby executes these Articles of Dissolution pursuant to Chapters 14A and 275 of the Kentucky Revised Statutes for the express purpose of effectuating a voluntary dissolution of, and voluntarily does dissolve, the said company in accordance with the following provisions, to-wit:

ARTICLE I

The name of the limited liability company is SMB Properties 1901, LLC (the "Company"), a manager-managed Kentucky limited liability company, duly organized on or about November 6, 2008.

ARTICLE II

The dissolution of the Company is pursuant to KRS §§ 275.285(2) and/or 275.285(3) based upon the provisions of the Company's written operating agreement and the unanimous consent of all members of the Company.

ARTICLE III

The dissolution of the Company shall be effective upon the filing of these Articles of Dissolution with the Secretary of State in and for the Commonwealth of Kentucky; provided, however, in accordance with KRS § 275.300(4), such dissolution shall not: (a) prevent commencement of a proceeding by or against the Company in its name; (b) abate or suspend a proceeding then pending by or against the Company; (c) terminate the authority of the Company's registered agent; (d) alter the obligations and responsibilities of the Company as prescribed by applicable federal, state, or local law with regard to the filing or examination of all tax returns or the payment, assessment or collection of any tax due with respect to those returns; or, (e) abate or suspend the immunity from personal liability afforded to the members and managers of the Company pursuant to KRS § 275.150(1).

ARTICLE IV

Notwithstanding the provisions of Article III, *supra*, the Company shall continue its existence only for the express purposes set forth in KRS § 275.300(2), including: (a) collecting its assets; (b) disposing of its properties, whether real, personal, or mixed and wheresoever situated, that will not be distributed in-kind to its members; (c) discharging, or making provision for the discharge of, its liabilities, including as appropriate entering into agreements with creditors for the satisfaction thereof; (d) distributing its remaining property, whether real, personal or mixed and wheresoever situated, among its members and assignees in

proportion to such members' or assignees' rights to share therein; and, (e) doing every other act necessary to wind up and liquidate its business and affairs.

#### ARTICLE V

The existing and present member of the Company is Steven M. Block, DPM. The said Steven M. Block, DPM, being the sole member and manager of the Company, expressly is authorized to execute these Articles of Dissolution on behalf of the Company and all of its members in accordance with, and pursuant to, that certain Resolution of even date executed by the Company and all of its existing and current members.

EXECUTED and ACKNOWLEDGED on behalf of SMB Properties 1901, LLC, a Kentucky limited liability company, by Steven M. Block, in his capacity as the sole member and manager of and the duly authorized representative for the said Company, on and as of the date set forth in the notarial certificate below.

SMB PROPERTIES 1901, LLC

By: \_\_\_\_\_

Steven M. Block, DPM  
*Sole Member and Manager*

COMMONWEALTH OF KENTUCKY )

) SCT.

COUNTY OF DAVIESS )

The foregoing Articles of Dissolution were SUBSCRIBED, ACKNOWLEDGED and SWORN TO before me, a notary public, on this the 30th day of April, 2024, on behalf of SMB Properties 1901, LLC, a Kentucky limited liability company, by Steven M. Block, DPM, in his capacity as the sole member and manager of and the duly authorized representative for the said Company.



Emma Brasher

Notary Public, Ky. State-at-Large

Notary Identification No.: KYNP 83644

Commission expires: 12/11/2027