

L 0000000 5512

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

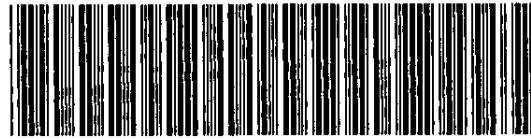
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 JAN 18 PM 12:02

JAN 22 2013

T. HAMPTON

EUGENIO DUARTE, P. A.
Attorney and Counselor

999 Ponce de Leon Blvd., Suite 735
Coral Gables, Florida 33134
Tel. 305-444-7311
Fax 305-441-7026
E-mail eduarte@eduartelaw.com

December 15, 2013

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

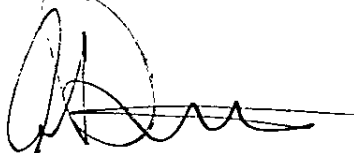
Re: Articles of Dissolution for VVF Group, LLC

To Whom It May Concern,

With this letter I am sending to you the following executed documents to dissolve the above referenced Limited Liability Company:

1. Articles of Dissolution for VVF Group, LLC;
2. Minutes of Special Meeting of VVF Group, LLC; and
3. Waiver of Notice of Special Meeting of Members of VVF Group, LLC; and
4. Check payable to the Florida Department of State in the sum of \$25.00.

Sincerely,

A handwritten signature in black ink, appearing to be 'Alexa Duarte', with a long horizontal flourish extending to the right.

Alexa Duarte
Legal Assistant

ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY

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1. The name of a limited liability company is
VVF Group, LLC

2. The Articles of Organization were filed on May 9, 2000 and assigned document number
L00000005512

3. The date the dissolution was approved: December 27, 2012

4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section
608.441, Florida Statutes, (copy 608.441 on back cover letter).

See attached Minutes of Special Meeting - Waiver of Notice of Special Meeting of VVF Group, LLC, pursuant 608.441 (1)(c)

5. CHECK ONE:

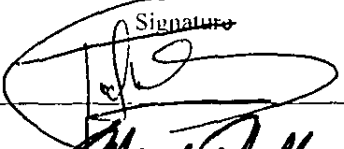
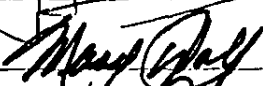
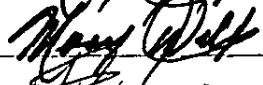

- ☒ All debts, obligations and liabilities of the limited liability company have been paid or discharged.
-OR-
☐ Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421.

6. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

7. CHECK ONE:

- ☒ There are no suits pending against the company in any court.
-OR-
☐ Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature





Printed Name

Victor Fleischman as Co-Trustee of the Victorine Fleischman Irrevocable Trust

Mary Wolf as Co-Trustee of the Victorine Fleischman Irrevocable Trust and

as Co-Trustee of the Victor Fleischman Irrevocable 2000 Trust

Victorine Fleischman of the Victor Fleischman Irrevocable 2000 Trust

FILING FEE: \$25.00

MINUTES OF SPECIAL MEETING
OF
VVF GROUP, LLC

The Special Meeting of the members of the above named limited liability company was held on December __, 2012 at 11:00 A.M. at 999 Ponce de Leon Blvd., Coral Gables, Florida 33134. Present at the meeting were the following members or authorized representatives of the following members:

Mary Wolf and Victor Fleischman, as Co-Trustees of the Victorine Fleischman Irrevocable Trust dated September 22, 2000, and Mary Wolf and Victorine Fleischman as Co-Trustees of the Victor Fleischman Irrevocable 2000 Trust dated September 22, 2000.

The meeting was called to order by Victor Fleischman. It was moved, seconded and unanimously carried that Victor Fleischman agreed to act as chairperson and Victorine Fleischman agreed to act as the secretary of the meeting.

The Secretary presented to the meeting for approval the following items:

1. A plan to pay and or discharge any debts or obligations the Company may have or that adequate provisions be made therefore pursuant to Florida Statute Section 608.4421
2. To transfer to the members of the Company in equal shares clear and unencumbered title to all of the Company assets.
3. To adopt, execute and file with the Secretary of State Articles of Dissolution for the Company as required under Florida Statute Section 608.445

Upon motion duly made and seconded, these resolutions were adopted.

RESOLVED, that the Company pay or discharge any debts or obligations the Company may have or that adequate provisions be made therefore.

FURTHER RESOLVED, that the Company transfer to its members equally, free and clear title to all assets of the Company.

FURTHER RESOLVED, that the specimen form of the certificate of dissolution submitted at this meeting be and the same hereby is, approved and adopted as the certificate of dissolution to be filed with the Secretary of State, state of Florida, once the business affairs of the Company have been completed and terminated.

FURTHER RESOLVED, that Victor Fleischman, the manager of the Company, be and hereby is, authorized, empowered and directed to take any and all steps, and to execute and deliver any and all instruments in connection with carrying the foregoing resolutions into effect.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.


Victorine Fleischman

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DIVISION OF CORPORATIONS

WAIVER OF NOTICE OF SPECIAL MEETING OF MEMBERS
OF
VVF GROUP, LLC

We, the undersigned, being all of the members of the above named Company, hereby agree and consent that the organizational meeting of the members of the Company be held on the date and time and at the place designated hereunder, and do hereby waive all notice whatsoever of such a meeting and of any adjournment or adjournments thereof.

We do further agree and consent that any and all lawful business may be transacted at such meeting or at any adjournment or adjournments thereof, the members present may deem as advisable thereat. Any business transacted at such meeting or at any adjournment or adjournments thereof shall be as valid and legal and of the same force and effect as if such meeting or adjourned meeting were held after notice.

Place of Meeting: 999 Ponce de Leon Blvd., Coral Gables, Florida 33134

Date of Meeting: December 27, 2012

Time of Meeting: 11:00 A.M.

Dated: December 27, 2012

Members:

Victorine Fleischman Irrevocable Trust

By: [Signature]
Victor Fleischman, as Co-Trustee

By: [Signature]
Mary Wolf, as Co-Trustee

Victor Fleischman Irrevocable 2000 Trust

By: [Signature]
Mary Wolf, as Co-Trustee

By: [Signature]
Victorine Fleischman, as Co-Trustee

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NOTICE
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