

Division of Corporations

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H11000298097 3)))



H110002980973ABC4

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

## To:

Division of Corporations  
Fax Number : (850) 617-6383

## From:

Account Name : NICI LAW FIRM, P.L.  
Account Number : I20110000008  
Phone : (239) 449-6150  
Fax Number : (877) 646-0560

**LLC DISSOLUTION OR WITHDRAWAL  
SWAN LAKE SPA, LLC**

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$30.00

RECEIVED  
11 DEC 21 AM 7:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
11 DEC 21 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

G. MCLEOD

DEC 22 2011

EXAMINER

## **- Fax Transmission**

**To:** Florida Department of State - Division of  
Corporations

**From:** James R. Nici, Esq.

**Fax:** +1 (850) 6176383

**Date:** 12/21/2011

**RE:** Swan Lake Spa, LLC

**Pages:** 6

---

**Comments:**

Attached are Articles of Dissolution and Consent for filing

---

### COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Swan Lake Spa, LLC  
(Name of Limited Liability Company)

The enclosed Articles of Dissolution and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

James R. Nici, Esq.  
(Name of Person)

Nici Law Firm, P.L.  
(Firm/Company)

1185 Immokalee Rd - Ste 110  
(Address)

Naples, FL 34110  
(City/State and Zip Code)

For further information concerning this matter, please call:

Kathy Valentine at (239) 449-6150  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☒ \$30.00 Filing Fee &  
Certificate of Status

☐ \$55.00 Filing Fee &  
Certified Copy  
(additional copy is enclosed)

☐ \$60.00 Filing Fee,  
Certificate of Status &  
Certified Copy  
(additional copy is enclosed)

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET/COURIER ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**ARTICLES OF DISSOLUTION  
FOR  
A LIMITED LIABILITY COMPANY**

1. The name of a limited liability company is

Swan Lake Spa, LLC

2. The Articles of Organization were filed on August 27, 2003 and assigned document number L03000032207

3. The date the dissolution was approved: 12/21/11

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).

Consent by all Members & Manager

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

X [Signature]  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Allan Wilson as Trustee  
of Cassie Boeni Gifting Trust  
f/b/o Monica Boeni dtd 2/13/11  
ulald 8/27/03  
f/b/o Mariguilia Boeni dtd 2/13/11  
ulald 8/27/03  
f/b/o Sofia Francesca Boeni  
dtd 2/13/11 ulald 8/27/03

FILING FEE: \$25.00

FILED  
11 DEC 21 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CONSENT TO ACTIONS TAKEN WITHOUT A MEETING  
OF THE MEMBERS AND MANAGER OF  
SWAN LAKE SPA, LLC**

WHEREAS, as of the date of this Consent, the undersigned are all of the Members and Managers of record of SWAN LAKE SPA, LLC (the "Company"); and

WHEREAS, pursuant to Article VII of the Operating Agreement dated August 27, 2003, the Members and Manager recommend and propose dissolution of the Company.

NOW, THEREFORE, the undersigned, being the Members and Manager of SWAN LAKE SPA, LLC in accordance with the Florida Limited Liability Company Act and the Operating Agreement dated August 27, 2003, relating to actions taken without a meeting, hereby consent to the following actions by the Members and Manager:

RESOLVED, the Members and Manager, by their signatures hereto, have approved the dissolution of the Company.

RESOLVED, that any and all assets of SWAN LAKE SPA, LLC shall be distributed in equal shares to:

Allan Wilson, as Trustee of the Cassie Boemi Gifting Trust f/b/o Monica Boemi dated 2/13/11 u/a/d 8/27/03;

Allan Wilson, as Trustee of the Cassie Boemi Gifting Trust f/b/o Mariagiulia Boemi dated 2/13/11 u/a/d 8/27/03 the sole member, effective immediately.

Allan Wilson, as Trustee of the Cassie Boemi Gifting Trust f/b/o Sofia Francesca Boemi dated 2/13/11 u/a/d 8/27/03

Effective immediately, and it is further

RESOLVED, this action by written consent of the Members and Manager of the Company shall be in lieu of a meeting.

Dated as of the 21<sup>st</sup> day of December, 2011.

**MANAGER:**

SWAN LAKE SPA, LLC,  
a Florida limited liability company

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

Allan Wilson, Manager

**MEMBERS:**

CASSIE BOEMI GIFTING TRUST  
F/B/O MONICA BOEMI DATED  
2/13/11 U/A/D 8/27/03

  
Allan Wilson, Trustee

CASSIE BOEMI GIFTING TRUST  
F/B/O MARIAGIULIA BOEMI DATED  
2/13/11 U/A/D 8/27/03

  
Allan Wilson, Trustee

CASSIE BOEMI GIFTING TRUST  
F/B/O SOFIA FRANCESCA BOEMI  
DATED 2/13/11 U/A/D 8/27/03

  
Allan Wilson, Trustee