

L050000006638

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: New York Regional Airlines, 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:

Edward J. Kaneb Jr.

(Name of Person)

(Firm/Company)

931 Village Boulevard Suite 905-323

(Address)

West Palm Beach, Florida 33409

(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

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For further information concerning this matter, please call:

Edward J. Kaneb Jr

(Name of Person)

at (561) 310-7707

(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
OF
NEW YORK REGIONAL AIRLINES, LLC
DOCUMENT NO. L05000006638**

1. The name of the limited liability company is New York Regional Airlines, LLC (the "Company").
2. The Articles of Organization were filed on January 21, 2005 and assigned document number L05000006638.
3. The dissolution was approved on June 9, 2006.
4. In accordance with Section 608.441 of the Florida Statutes, the Company was dissolved by written consent of all the members.
5. Pursuant to Section 608.4421 of the Florida Statutes, adequate provision has been made for the debts, obligations and liabilities of the Company.
6. All remaining property and assets of the Company have been distributed among its members in accordance with their respective rights and interests.
7. There are no suits pending against the Company in any court.

The undersigned, constituting all of the members of the Company, have executed these Articles of Dissolution as of June 30, 2006.

By: _____

Edward J. Kaneb, Jr., Member

By: _____

Nomar Acuña, Member

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TALLAHASSEE, FLORIDA

**WRITTEN CONSENT TO LIMITED LIABILITY COMPANY ACTION
BY THE MEMBERS OF NEW YORK REGIONAL AIRLINES, LLC**

FILED

The undersigned, being all of the members (the "Members") of NEW YORK REGIONAL AIRLINES, LLC, a Florida limited liability company (the "Company"), does hereby waive any and all requirements for notice of the time, place and purpose of a special meeting of the members of the Company, and does hereby consent to the adoption of, and does hereby adopt, the following preamble, resolutions and the actions specified therein:

WHEREAS, the Members have determined that the Company should not engage in any further business and desire to dissolve the Company and to take or cause to be taken all such actions necessary or advisable to effectuate such dissolution;

RESOLVED, that the Company be, and it hereby is authorized and empowered to be, terminated, liquidated and dissolved;

RESOLVED, that the Members be, and it hereby is, authorized and empowered to effectuate the termination, liquidation and dissolution of the Company, including, without limitation, to pay or provide for any remaining liabilities and obligations of the Company, to establish a reserve in a reasonable amount to meet known liabilities and obligations of the Company, to pay any estimated, unascertained or contingent liabilities, expenses or obligations of the Company and to distribute to the Members the net proceeds of such liquidation in accordance with, and to the extent of, the balance of their respective capital accounts, in each case as shall be deemed necessary, prudent or advisable in the sole discretion of the Members; and

RESOLVED, that Members be, and hereby are, authorized, empowered and directed to take all such further action and to execute, file and/or deliver all such further agreements, instruments, certificates and other documents (including, without limitation, the execution or delivery of articles of dissolution or other instrument of dissolution for filing with the Secretary of State of the State of Florida) in the name and on behalf of the Company, and to pay any and all such expenses or costs, as shall be necessary, proper or advisable in order to fully carry out the intent and accomplish the purposes of the foregoing resolutions.

IN WITNESS WHEREOF, the undersigned members have executed this Written Consent in order to give their consent thereto effective as of the 9th day of June, 2006.

By: 
Edward J. Kaneb, Jr., Member

By: 
Nomar Acuña, Member