

L05000070976

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

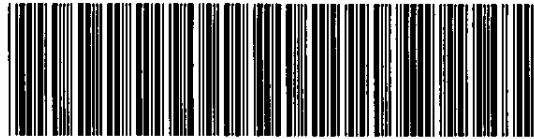
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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12/29/06--01019--018 **25.00

RECEIVED
06 DEC 29 PM 12:00
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
06 DEC 29 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Celebrity Resorts of Palm Coast, 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:

Richard W. Heitman

(Name of Person)

Celebrity Resorts of Palm Coast, LLC

(Firm/Company)

4700 Millenia Blvd., Suite 600

(Address)

Orlando, FL 32839

(City/State and Zip Code)

For further information concerning this matter, please call:

Richard W. Heitman

(Name of Person)

at (407) 996-5778

(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

FILED
09 DEC 29 PM 2:34
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY

FILED
06 DEC 29 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of a limited liability company is
Celebrity Resorts of Palm Coast, LLC

2. The Articles of Organization were filed on 07/20/2005 and assigned document number
L05000070976

3. The date the dissolution was approved: 12/28/2006

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).

By written consent of the sole manager and member of the limited liability company

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

[Signature]

Celebrity Resorts, LLC

AFFIDAVIT

STATE OF Florida

COUNTY OF Orange


BEFORE ME, the undersigned Notary Public, duly authorized by law to take acknowledgments and administer oaths, personally appeared Jared M. Meyers, who after being duly sworn, on oath deposes and says:

1. That Affiant is the President and CEO of the Celebrity Resorts family of companies.
2. The Celebrity Resorts family of companies include, without limitation, First Continental Corporation, First Leisure Corp., First Harbor Club Development Corp., Celebrity Resorts of Orlando, LLC, Celebrity Resorts of Lake Buena Vista, LLC, and Celebrity Resorts of Palm Coast, LLC. Hence, all of these companies are related.
3. Celebrity Resorts of Orlando, LLC, Celebrity Resorts of Lake Buena Vista, LLC and Celebrity Resorts of Palm Coast, LLC are being dissolved and there is no intention to reinstate as they are being replaced as indicated in paragraphs 4, 5 and 6 below.
4. First Continental Corporation is being converted to a limited liability company and being renamed Celebrity Resorts of Orlando, LLC.
5. First Leisure Corp is being converted to a limited liability company and being renamed Celebrity Resorts of Lake Buena Vista, LLC.
6. First Harbor Club Development Corp. is being converted to a limited liability company and being renamed Celebrity Resorts of Palm Coast, LLC.
7. The purpose of this Affidavit is to authorize release of the name "Celebrity Resorts of Orlando" for use by First Continental Corporation, the name "Celebrity Resorts of Lake Buena Vista" for use by First Leisure Corp., and the name "Celebrity Resorts of Palm Coast" for use by First Harbor Club Development Corp. Affiant has no objection to and authorizes the foregoing.
8. This Affidavit is furnished pursuant to Section 607.1405(4) and Section 608.4431(3) of the Florida Statutes.

FURTHER AFFIANT SAYETH NOT.


Jared M. Meyers

SWORN AND SUBSCRIBED TO before me this 28th day of December, 2006.


Notary Public
Printed Name: Timothy C. Martin
My Commission Expires: 10/13/09

