

LD5000092930

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TALLAHASSEE, FLORIDA

N. CAUSSEAU

JUL 11 2008

EXAMINER



222 LAKEVIEW AVENUE
SUITE 800
WEST PALM BEACH, FLORIDA 33401

(561) 838-4565
FAX: (561) 514-3465
HEATHER.RIES@RUDEN.COM

July 9, 2008

Via Federal Express

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

Re: Florida's Best Cars and Trucks, LLC
Case No. 502006CA007654XXXXMB AE

To Whom it May Concern:

Please find enclosed the following items enclosed:

- 1) A certified copy of the Agreed Order Discharging Receivership and Decree of Dissolution Of Florida's Best Cars and Trucks, LLC Filed in the above referenced matter
- 2) An original and 1 copy of the Articles Of Dissolution For A Limited Liability Company for Florida's Best Cars and Trucks, LLC with accompanying cover letter
- 3) A check in the amount of \$25.00 for payment of filing fees associated with the previously referenced Articles Of Dissolution.

Please do not hesitate to contact me should you have any questions, or require additional information.

Very Truly Yours,

A handwritten signature in cursive script, appearing to read "Heather L. Ries", written over a horizontal line.

Heather L. Ries, Esq.

Cc: Robert B. Cook, Esq. (561)746-1838
Glory P. Ross, Esq. (561) 838-5305
Steven L. Robbins, Esq. (561)686-0990

FTL:2784131:1

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: FLORIDA'S BEST CARS AND TRUCKS, 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:

Margaret J. Smith, Receiver

(Name of Person)

C/O Heather L. Ries, Esq.

(Firm/Company)

222 LAKEVIEW AVENUE, SUITE 800

(Address)

WEST PALM BEACH, FLORIDA 33401

(City/State and Zip Code)

For further information concerning this matter, please call:

Margaret J. Smith, Receiver

(Name of Person)

at (954) 527-0823

(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

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08 JUL 10 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of a limited liability company is
Florida's Best Cars and Trucks, LLC

2. The Articles of Organization were filed on 9/21/2005 and assigned document number
L05000092930

3. The date the dissolution was approved: 5/22/2008

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).
608.441(1)(e) & (3) - The entry of an order of dissolution by a circuit court pursuant to subsection (3) of Fla. Stat. 608.441.
The Agreed Order Discharging Receivership And Decree of Dissolution of Florida's Best Cars And Trucks, LLC was entered
in case titled Somerset Creamery Limited Partnership, Plaintiff v. Florida's Best Cars and Trucks, LLC and Joseph Strong,
Case No.: 502006CA007654XXXXMB AE by the Circuit Court of the Fifteenth Judicial Circuit, In And For Palm Beach County, Florida on May 22, 2008

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
Margaret J. Smith

Printed Name
Margaret J. Smith

IN THE CIRCUIT COURT OF THE
FIFTEENTH JUDICIAL CIRCUIT, IN AND
FOR PALM BEACH COUNTY, FLORIDA

SOMERSET CREAMERY LIMITED
PARTNERSHIP,

Plaintiff,

v.

FLORIDA'S BEST CARS AND TRUCKS,
LLC, and JOSEPH STRONG,

Defendants.

CASE NO.: 502006CA007654XXXXMB AB

**AGREED ORDER DISCHARGING RECEIVERSHIP AND
DECREE OF DISSOLUTION OF FLORIDA'S BEST CARS AND TRUCKS, LLC**

WHEREAS, On November 8, 2006, an Agreed Order was entered appointing Margaret Smith to act as the Receiver for Florida's Best Cars and Trucks, LLC (the "LLC"). The Order gave the Receiver full and exclusive power, duty and authority to administer and manage the business affairs of the LLC, to marshal and safeguard the assets of the LLC, to defend the LLC in multiple lawsuits and to take whatever actions are necessary for the LLC.

WHEREAS, the Receiver has approved of a settlement agreement between the LLC and Somerset Creamery Limited Partnership, the terms of which are outlined in the Stipulation for End of Receivership and Dissolution of Florida's Best Cars and Trucks, LLC, signed by all parties and filed with this Court. A copy of which is attached as Exhibit A to this Order.

WHEREAS, the Receiver has requested the Court enter an Order discharging her Receivership and dissolving the LLC in accordance with sections 608.449 and 608.4493, Florida Statutes.



STATE OF FLORIDA - PALM BEACH COUNTY

I hereby certify that the
foregoing is a true copy
of the record in my office.

THIS 8th DAY OF July, 2008

SHARON R. BOCK
CLERK & COMPTROLLER

By Haven Blackwood
DEPUTY CLERK

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08 JUL 10 PM 12:28
CLERK OF STATE
TREASURY, FLORIDA
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08 MAY 21 AM 11:04
SHARON R. BOCK, CLERK
PALM BEACH COUNTY, FLORIDA
CIRCUIT CIVIL 2

NOW THEREFORE, it is ORDERED, ADJUDGED and DECREED:

1. Florida's Best Cars and Trucks, LLC is hereby judicially dissolved effective as of execution of this Order.

2. The Receiver is ordered to distribute the assets of Florida's Best Cars and Trucks, LLC in accordance with the terms of the Stipulation for End of Receivership and Dissolution of Florida's Best Cars and Trucks, LLC to be completed within the next twenty (20) days.

3. The Receiver is directed to prepare and deliver articles of dissolution to the Department of State for filing in accordance with sections 608.441 and 608.445, Florida Statutes.

4. The Receiver is directed to ensure that the clerk of the court delivers a certified copy of this Order to the Department of State for filing, pursuant to section 608.4493, Florida Statutes.

5. Joseph Strong shall be responsible for the completion and filing of all necessary tax reporting on behalf of the LLC. Both the Receiver and Somerset are released of any responsibility relating to the federal and state tax reporting of the LLC.

6. This Court retains jurisdiction to enforce the terms of the Stipulation for End of Receivership and Dissolution of Florida's Best Cars and Trucks, LLC and any other issues that arise from this Order.

DONE AND ORDERED this 20th day of May, 2008.



KENNETH STERN
Circuit Judge

Copies furnished to:

Robert B. Cook, Esquire

Robert B. Cook, P.A.
Attorney for Somerset Creamery
Limited Partnership
P.O. Box 3609
Tequesta, FL 33469

David P. Ackerman, Esquire

Attorneys for Joseph Strong
Ackerman, Link & Sartory, P.A.
222 Lakeview Avenue, Suite 1250
West Palm Beach, FL 33401

Steven L. Robbins, Esquire

Steven L. Robbins, P.A.
P.O. Box 8400
Jupiter, FL 33468-8400

Michael R. Bakst, Esquire

Attorneys for Margaret Smith, Receiver
Elk, Bankier, Christu & Bakst, LLP
222 Lakeview Avenue, Suite 1330
West Palm Beach, FL 33401

IN THE CIRCUIT COURT OF THE 15TH
JUDICIAL CIRCUIT, IN AND FOR
PALM BEACH COUNTY, FLORIDA

SOMERSET CREAMERY LIMITED
PARTNERSHIP,

CASE NO.: 2006-CA-007654 AE

Plaintiff,

vs.

FLORIDAS BEST CARS AND TRUCKS,
LLC, and JOSEPH STRONG,

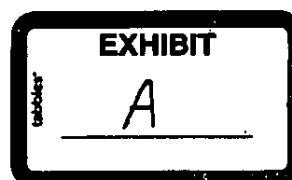
Defendants.

**STIPULATION FOR END OF RECEIVERSHIP AND DISSOLUTION
OF FLORIDA'S BEST CARS AND TRUCKS, LLC**

The parties to this cause hereby stipulate as follows:

1. On November 8, 2006, an Agreed Order was entered appointing Margaret Smith to act as the Receiver for Florida's Best Cars and Trucks, LLC (the "LLC"). The Order gave the Receiver full and exclusive power, duty and authority to administer and manage the business affairs of the LLC, to marshal and safeguard the assets of the LLC, to defend the LLC in multiple lawsuits and to take whatever actions are necessary for the LLC.
2. The Receiver has approved of a settlement agreement between the LLC and Somerset Creamery Limited Partnership ("Somerset"), the terms of which are outlined in this Stipulation.
3. The Receiver requests an order of the Court discharging her Receivership and dissolving the LLC upon completion of the items identified in paragraph 4 below.
4. The assets of Florida's Best Cars and Trucks, LLC shall be distributed as follows:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



- a. The Receiver shall pay all outstanding invoices to the Receiver and her counsel from the funds on deposit in the LLC's account at RBC Centura Bank in Jupiter, Florida;
- b. The Receiver shall disburse \$5,000 of the funds on deposit in the LLC's account at RBC Centura Bank in Jupiter, Florida to Joseph Strong in full satisfaction of his claims as a creditor of the LLC;
- c. All remaining property, assets, and estates of every kind, including all records, titles and other evidences of the assets and property of the LLC shall be distributed to Somerset in full satisfaction of its claims as a creditor of the LLC.


5. Somerset will be solely responsible to address any claims, known or unknown, against the LLC that arise. Somerset shall hold \$3,000 in escrow in the trust account of Robert B. Cook, P.A. for a period of one year as a means to satisfy any claims made against the LLC. If, after one year, no claims have been made against the LLC, Robert B. Cook, P.A. may disburse the funds held in escrow to Somerset. The Receiver makes no warrants or representations regarding any known or unknown claims of the LLC and is fully released from the responsibility of addressing any claims that arise. Somerset shall defend and indemnify the LLC and its members, Joseph Strong and Loretta Van Horn, in the event any claims relating to obligations or debts of the LLC are brought against the LLC or its members.

6. Joseph Strong shall be responsible for the completion and filing of all necessary tax reporting on behalf of the LLC. Both the Receiver and Somerset are released of any responsibility relating to the federal and state tax reporting of the LLC.

7. The parties have entered into the General Release attached as Exhibit A.

8. The parties request the Court retain jurisdiction of this matter for all purposes.

Signatures of Parties:



Somerset Creamery Limited Partnership

By: Robert B. Cook

Its: President of Somerset Creamery, Inc.,
General Partner

Dated: 7/22/08



Florida's Best Cars and Trucks, LLC

By: Loretta Van Horn

Its: Managing Member

Dated: 7/22/08

Joseph Strong

Dated: _____

Florida's Best Cars and Trucks, LLC

By: Joseph Strong

Its: Managing Member

Dated: _____

Margaret Smith

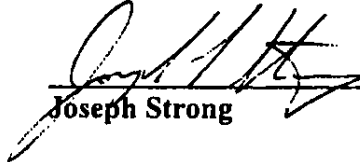
Receiver for Florida's Best Cars and Trucks, LLC

Dated: _____

Signatures of Parties:

Somerset Creamery Limited Partnership

By: Robert B. Cook
Its: President of Somerset Creamery, Inc.,
General Partner
Dated: _____




Joseph Strong

Dated: _____

Florida's Best Cars and Trucks, LLC

By: Loretta Van Horn
Its: Managing Member
Dated: _____



Florida's Best Cars and Trucks, LLC

By: Joseph Strong
Its: Managing Member
Dated: _____

Margaret Smith
Receiver for Florida's Best Cars and Trucks, LLC
Dated: _____

Signatures of Parties:

Somerset Creamery Limited Partnership

By: Robert B. Cook
Its: President of Somerset Creamery, Inc.,
General Partner
Dated: _____

Joseph Strong

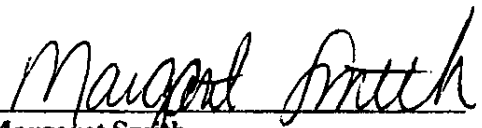
Dated: _____

Florida's Best Cars and Trucks, LLC

By: Loretta Van Horn
Its: Managing Member
Dated: _____

Florida's Best Cars and Trucks, LLC

By: Joseph Strong
Its: Managing Member
Dated: _____



Margaret Smith
Receiver for Florida's Best Cars and Trucks, LLC
Dated: 4-7-08

Signatures of Counsel:

ROBERT B. COOK, P.A.
Counsel for Plaintiff Somerset
P.O. Box 3609
Tequesta, FL 33469
(561) 627-8766; (561) 746-1838 [fax]

By: _____

ROBERT B. COOK
Florida Bar No. 131356
Dated: _____


ACKERMAN, LINK & SARTORY, P.A.
Counsel for Defendant Joseph Strong
222 Lakeview Avenue, Suite 1250
West Palm Beach, FL 33401
(561) 838-4100; (561) 838-5305 [fax]

By:  _____

DAVID P. ACKERMAN
Florida Bar No. 374350
Dated: 5/13/08

ELK, CHRISTU & BAKST, LLP
Counsel for Receiver for Defendant
Florida's Best Cars and Trucks, LLC's
222 Lakeview Avenue, Suite 1330
West Palm Beach, FL 33401
(561) 238-9900; (561) 238-9920 [fax]

By:  FBN 581933

 **MICHAEL BAKST**
Florida Bar No. 866377
Dated: 5/12/08

Signatures of Counsel:

ROBERT B. COOK, P.A..

Counsel for Plaintiff Somerset

P.O. Box 3609

Tequesta, FL 33469

(561) 627-8766; (561) 746-1838 [fax]

By: 

ROBERT B. COOK

Florida Bar No. 131356

Dated: _____

ACKERMAN, LINK & SARTORY, P.A.

Counsel for Defendant Joseph Strong

222 Lakeview Avenue, Suite 1250

West Palm Beach, FL 33401

(561) 838-4100; (561) 838-5305 [fax]

By: _____

DAVID P. ACKERMAN

Florida Bar No. 374350

Dated: _____

ELK, BANKIER, CHRISTU & BAKST

Counsel for Receiver for Defendant

Florida's Best Cars and Trucks, LLC's

222 Lakeview Avenue, Suite 1330

West Palm Beach, FL 33401

(561) 238-9900; (561) 238-9920 [fax]

By: _____

MICHAEL BAKST

Florida Bar No. 866377

Dated: _____

EXHIBIT A

GENERAL MUTUAL RELEASE

This General Mutual Release is entered into by Somerset Creamery Limited Partnership, a Nevada limited partnership, Robert B. Cook, Joseph Strong, and Loretta Van Horn (collectively "The Parties"). In consideration of the obligations and other matters set forth herein, The Parties hereby, in their individual and representative capacities, and on behalf of each of their predecessors, successors, parents, subsidiaries, affiliates and assigns,

Do Hereby remise, release, acquit, satisfy and forever discharge each other, the Receiver (Margaret Smith), and professionals hired by the Receiver, and each of their respective predecessors, successors, parents, subsidiaries, affiliates and assigns of and from all, and all manner of, action and actions, cause and causes of action, suits, debts, dues, sums of money, accounts, reckonings, bonds, bills, specialties, covenants, contracts, controversies, agreements, promises, damages, judgments, executions, claims, and demands whatsoever, in law or in equity, which the Parties ever had, now have, or which they or any legal representative, successor, or assign of The Parties, hereafter can, shall, or may have against The Parties, for, upon or by reason of any matter, cause or thing whatsoever, from the beginning of the world to the day of these presents, or matters arising from or relating to all claims which were brought, or which could have been brought in the matter of *Somerset v. Florida's Best Cars & Trucks, LLC*, Case No. 2006-CA-007654 AE in the Circuit Court in and for Palm Beach County, Florida.

This General Mutual Release does not apply to (and specifically excludes) claims that have been brought or which can be brought arising out of the matters set out in the case of *Joseph Strong v. Robert B. Cook, P.A. and Robert B. Cook, in his capacity as Trustee*, Case No. 50-2007-CA-002997-AD in the Circuit Court of the 15th Judicial Circuit in and for Palm Beach County.

This General Mutual Release does not affect the obligations set out in paragraph 5 of the Stipulation for End of Receivership and Dissolution of Florida's Best Cars and Trucks, LLC which states that Somerset will be solely responsible to address any claims, known or unknown, against the LLC that arise. The Parties agree that the Receiver is fully released from the responsibility of addressing any claims that arise and that Somerset shall defend and indemnify the LLC and its members, Joseph Strong and Loretta Van Horn, in the event any claims relating to obligations or debts of the LLC are brought against the LLC or its members.

The parties agree that this General Mutual Release shall be interpreted and construed in accordance with the laws of the State of Florida, and any action to enforce or interpret this General Mutual Release shall be brought only in the County court or the Circuit Court of Palm Beach County, Florida. This General Mutual Release may be executed in any number of counterparts, all of which taken together shall constitute one General Mutual Release, and any party hereto may execute this Agreement by signing any such counterpart.

WHEREFORE, the parties have executed this Mutual General Release as of this
22nd day of April, 2008.

Signed, sealed and delivered
in the presence of:

Glory Ross

Glory Ross

Kathleen A. Maske

KATHLEEN A. MASKE

Joseph Strong

Joseph Strong

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10th day of March, 2008
by Joseph Strong. He is personally known to me or has produced a Florida driver's license as
identification.

Kathleen A. Maske, Notary Public



Signed, sealed and delivered
in the presence of:

Robert B Cook
Priscilla Smith

Loretta Van Horn
Loretta Van Horn

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 22 day of April, 2008
by Loretta Van Horn. She is personally known to me or has produced a Florida driver's license as
identification.

Robert B Cook, Notary Public



Signed, sealed and delivered
in the presence of:

Somerset Creamery Limited Partnership

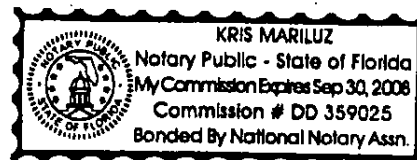
[Signature]
[Signature]

BY: [Signature]
Robert B. Cook, president of Somerset
Creamery, Inc., general partner

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 7 day of April,
2008 by Robert B. Cook, as president of Somerset Creamery, Inc., general partner of Somerset
Creamery Limited Partnership. He is personally known to me or has produced a Florida driver's
license as identification.

[Signature], Notary Public



Signed, sealed and delivered

in the presence of:

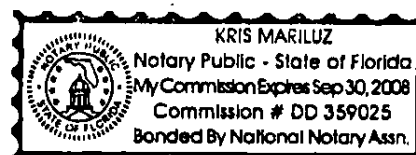
[Signature]
[Signature]

BY: [Signature]
Robert B. Cook

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 7 day of April,
2008 by Robert B. Cook. He is personally known to me or has produced a Florida driver's license
as identification.

[Signature], Notary Public



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA