

L070000104501

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 DEC 28 PM 3:51

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## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Magnetic Electric Company, 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:

Mr. Peter Ford

(Name of Person)

The Ford Consulting Group, Inc.

(Firm/Company)

737 Pinellas Bayway, Suite #302

(Address)

Tierra Verde, FL 33715-1953

(City/State and Zip Code)

For further information concerning this matter, please call:

Mr. Peter Ford

(Name of Person)

at ( 727 ) 866-8506

(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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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

1. The name of a limited liability company is  
Magnetic Electric Company, LLC

2. The Articles of Organization were filed on October 15, 2007 and assigned document number  
L07000104501

3. The date the dissolution was approved: December 6, 2010

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).

The limited liability company was dissolved by a circuit judge pursuant to section 608.441(3), Florida Statutes on December 6, 2010. A certified copy of the dissolution decree is attached to these articles of dissolution as Exhibit "A".

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.

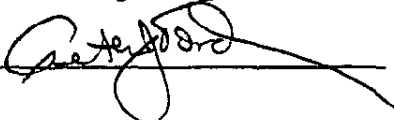
6. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

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

PETER J. FORD  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

FILING FEE: \$25.00

IN THE CIRCUIT COURT OF THE  
NINTH JUDICIAL CIRCUIT, IN AND FOR  
ORANGE COUNTY, FLORIDA

SCIL, LLC, and  
RICHY WILL INVESTMENTS LIMITED

Plaintiffs,

vs.

CASE NO.: 2010-CA-7321

DAVID MILLER,  
MILLER REAL PROPERTY HOLDINGS, LLC  
MAGNETIC ELECTRIC COMPANY, LLC,  
MILLER AMERICA, LLC and TRC AMERICA, INC.

Defendants.  
\_\_\_\_\_ /

**DECREE OF DISSOLUTION**

THIS CAUSE, having come before the Court on Plaintiffs' Motion for Dissolution of MEC and the Court, being fully advised in the premises, finds that that one or more grounds for judicial dissolution described in Sections 608.449(2) and/or 608.449(3), Florida Statutes exists and therefore Plaintiffs, Richy Will Investments Limited ("Richy Will") and SCIL, LLC ("SCIL") are entitled to a decree dissolving Defendant, Magnetic Electric Company, LLC ("MEC").

It is hereby **ORDERED** and **ADJUDGED** that:

1. Plaintiffs' Motion for Dissolution of MEC is **GRANTED**.

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CLERK OF COURT  
DIVISION OF CORPORATIONS

2. Defendant, Magnetic Electric Company, LLC, a Florida limited liability company with document number L07000104501 and FEI/EIN Number 261233786 is **DISSOLVED** effective as of the date of this Order, pursuant to Sections 608.441(3), 608.449(2) and/or 608.449(3), Florida Statutes.

3. MEC shall wind up and liquidate MEC's business and affairs in accordance with Section 608.4431, Florida Statutes. In doing so, MEC shall pay judgment creditors in order of priority as established by law.

4. MEC shall notify any and all known claimants in accordance with Section 608.4421, Florida Statutes, subject to the provisions of subsection (3).

5. MEC's appointed receiver, Peter Ford, shall continue to be authorized to carry out his duties as MEC's receiver after the dissolution of MEC, including, without limitation, carrying on any business that is appropriate to wind up and liquidate MEC pursuant to Sections 608.4431 and 608.4492, Florida Statutes.

DONE AND ORDERED this 6 day of December, 2010 in Chambers,  
Orlando, Orange County, Florida.

  
\_\_\_\_\_  
HON. THOMAS B. SMITH  
CIRCUIT JUDGE

### **CERTIFICATE OF SERVICE**

WE HEREBY CERTIFY that on this 6th day of December, 2010, we electronically filed the foregoing with the Clerk of the Courts by using the ECF

3760278

system which will send a notice of electronic filing to the following: **Judge Thomas B. Smith and David Kohs at kohs@pohlshort.com.** The foregoing was also served by U.S. mail to the following non-ECF participant: **Peter Ford, 737 Pinellas Bayway, Suite 302, Tierra Verde, FL 33715.**

/s/ Kevin R. Gowen, Jr.

DOUGLAS B. BROWN

Florida Bar No. 0242527

DARREN K. MCCARTNEY

Florida Bar No. 0011616

KEVIN R. GOWEN, JR.

Florida Bar No. 0900621

RUMBERGER, KIRK & CALDWELL

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Attorneys for Plaintiffs