

L07000118637

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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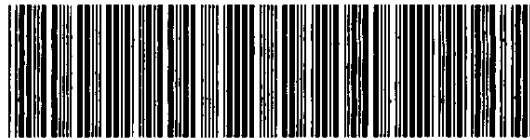
(Business Entity Name)

(Document Number)

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05/05/10--01011--001 \*\*25.00

**FILED**

**May 04, 2010 08:00 AM**  
**Secretary of State**

*Rec'd.  
5/4/10*

**U.S. Bank MAY 05 2010**

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MAY 04 2010

OFFICE OF GENERAL COUNSEL

AMANDA G. SIMMONS  
LICENSED IN FLORIDA AND KENTUCKY  
BUSINESS & CONSTRUCTION LITIGATION GROUP  
(407) 835-6764 Direct Telephone  
(407) 237-2202 Direct Facsimile

E-MAIL ADDRESS:  
asimmons@shutts.com

May 3, 2010

**VIA FEDEX**

Ernest L. Reddick, Esq.  
Assistant General Counsel  
Florida Department of State  
R.A Gray Building  
500 South Bronough Street  
Tallahassee, FL 32399-0250

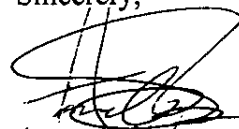
*Re: M.T.K. Sports Training, LLC (the "Company")*

Dear Mr. Reddick:

As you are aware, this firm represents Timothy Luby, majority member of the Company. On April 21, 2010, Judge William Parsons of the Volusia Circuit Court declared that Mr. Luby has greater than 50% of the voting interests in the Company. We are still awaiting Judge Parsons' signature on the agreed order, but have enclosed the hearing transcript for your review. You will note that in the context of Mr. Luby seeking to dissolve the Company, Judge Parsons declared that, "And under any scenario, Mr. Luby has the majority interest of voting rights and management rights." Hearing Transcript, p. 7, lines 21-25 and p. 33, lines 2-4; also see, pages 35-36.

We anticipate receiving the signed order this week and will fax you a copy upon receipt of same. However, at this point, we ask that you have the Company dissolved immediately pursuant to the enclosed Articles of Dissolution and \$25.00 filing fee. We believe that minority member, Kimberly Burke, may attempt to revoke the dissolution again, but without a court order giving her the right to do so, she has no authority to take any actions on behalf of the Company without Mr. Luby's authorization. Mr. Luby is the majority member and does not authorize any revocation of the dissolution. Thank you for your prompt attention to these matters. Please do not hesitate to contact me should you have any questions.

Sincerely,



Amanda Simmons, Esq.

/Enclosures  
ORLDOCS 11833377 1

IN THE SEVENTH JUDICIAL CIRCUIT COURT,  
IN AND FOR, VOLUSIA COUNTY, FLORIDA

TIMOTHY LUBY, a Florida resident,

Case No.: 09-34795-CICI

Plaintiff,

v.

MICHAEL MILITTI, a Florida resident,  
and KIMBERLY BURKE, a Florida resident,

Defendants.

**ORDER ON PLAINTIFF'S AMENDED MOTION FOR DECLARATORY JUDGMENT  
THAT KIMBERLY BURKE IS THE MINORITY MEMBER  
OF M.T.K. SPORTS TRAINING, LLC AND TIMOTHY LUBY IS THE MAJORITY  
MEMBER WITH GREATER THAN 50% OF THE VOTING INTERESTS**

THE COURT, having heard arguments of counsel at a hearing held on Wednesday, April 21, 2010, and the Court having reviewed Memorandums of Law submitted by the parties, and being otherwise fully advised in the premises, it is hereby ORDERED AND ADJUDGED:

The Plaintiff's Amended Motion for Declaratory Relief that Kimberly Burke is the Minority Member of M.T.K. Sports Training, LLC ("MTK") and Timothy Luby is the Majority Member With More than 50% of the Voting Interests in MTK is hereby GRANTED. Plaintiff, Timothy Luby, is the majority member of MTK with more than 50% of the voting interests.

SIGNED THIS \_\_ day of April, 2010.

~~WILLIAM A. PARSONS~~  
CIRCUIT JUDGE  
APR 26 2010

**SIGNED AND DATED**  
Honorable William A. Parsons

With copies of the Order to:

AMANDA SIMMONS, ESQ.  
DAVID A. SHONTZ, ESQ.  
SHUTTS & BOWEN, LLP  
300 South Orange Avenue, Suite 1000  
Orlando, Florida 32801  
*Attorney for Plaintiff*

FREDERICK MORELLO, ESQ.  
Frederick Morello, P.A.  
111 North Frederick Avenue, Second Floor  
Daytona Beach, Florida 32114  
*Attorney for Defendants*

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** M.T.K. Sports Training, 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:

Timothy Luby

(Name of Person)

(Firm/Company)

5194 Fenwood Lane

(Address)

Orlando, FL 32814

(City/State and Zip Code)

For further information concerning this matter, please call:

Timothy Luby

(Name of Person)

at ( 386 ) 527-7200

(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

**FILED**  
**May 04, 2010 08:00 AM**  
**Secretary of State**

1. The name of a limited liability company is

M.T.K. Sports Training, LLC

2. The Articles of Organization were filed on November 28, 2007 and assigned document number L07000118637

3. The date the dissolution was approved: April 23, 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).

Pursuant to the authority of the majority-in-interest members, under the  
Company's Operating Agreement.

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.

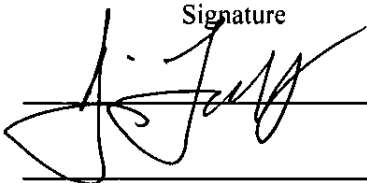
-OR-

☐ 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

  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Timothy Luby  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**MEMBERS' RESOLUTION  
OF M.T.K. SPORTS TRAINING, LLC**

Resolution of the majority-in-interest member of M.T.K. Sports Training, LLC, a Florida limited liability company (the "Company"), passed pursuant to the provisions of Chapter 608, *Florida Statutes* and the Company's operating agreement:

BE IT RESOLVED, that the Company shall hereby be dissolved due to the irreconcilable differences of its members. The effective date of dissolution shall be the earliest date possible.

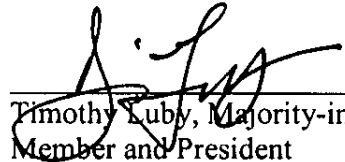
BE IT ALSO RESOLVED, that as of the date hereof that the Company has never had any sales and that the Company's liabilities exceed its assets.

BE IT ALSO RESOLVED, that the Company shall perform all actions necessary to effectuate the dissolution and winding up of the affairs of the Company and shall take all actions necessary to ensure all banking and non-banking creditors are made whole.

DATED at Orlando, Florida, this 23<sup>rd</sup> day of April, 2010.

M.T.K. SPORTS TRAINING, LLC, a  
Florida limited liability company

Per:

  
\_\_\_\_\_  
Timothy Luby, Majority-in-Interest  
Member and President