

L08000107640

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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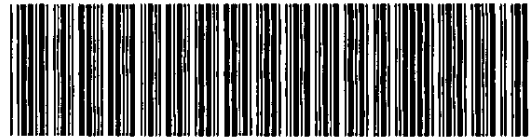
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 26 2013

T CLINE

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SUNSHINE RIVER, 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:

ANTONIO L. ROCA

(Name of Person)

ROCA GONZALEZ, PA

(Firm/Company)

2601 S. Bayshore Drive, Suite 725

(Address)

Miami, FL 33133

(City/State and Zip Code)

For further information concerning this matter, please call:

Carolyn Kahl

(Name of Person)

at (305) 859-6050

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:



\$25.00 Filing Fee

p \$30.00 Filing Fee &
Certificate of Status

p \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

p \$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

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**ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY**

1. The name of a limited liability company is
SUNSHINE RIVER, LLC

2. The Articles of Organization were filed on 11/19/2008 and assigned document number
L08000107640

3. The date the dissolution was approved: April 19, 2013

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).

Unanimous Written Consent of the Members

5. CHECK ONE:

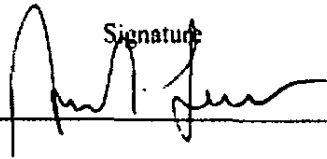
- ☒ All debts, obligations and liabilities of the limited liability company have been paid or discharged.
-OR-
☐ Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.441.

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
ITALFIDUCIARIA, SPA
BY: ANTONIO GIACOMUZZI
SOLE MANAGER

**UNANIMOUS WRITTEN CONSENT OF THE MEMBERS
OF SUNSHINE RIVER, LLC
TO DISSOLVE THE LIMITED LIABILITY COMPANY**

THE UNDERSIGNED, being the Sole Member of **SUNSHINE RIVER, LLC**, a Florida limited liability company (the "Company"), hereby agrees to and approves the following actions taken or to be taken by the Company:

RESOLVED, that the Sole Member of the Company hereby determines that the Company be voluntarily dissolved, and hereby directs **MAURIZIO RIGATO**, in his capacity as the Company's Manager, to take all steps necessary or appropriate to dissolve the Company pursuant to Sections 608.441 to 608.447 of the Florida Limited Liability Company Act (the "Dissolution").

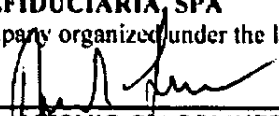
RESOLVED, that **MAURIZIO RIGATO**, in his capacity as Manager of the Company, in connection with the Dissolution of the Company, is hereby authorized and directed to execute and file any and all documents necessary to effectuate the Dissolution, including but not limited to, Articles of Dissolution, notices to creditors, distributions of Company assets, affidavits, bills of sale, certifications, applications, assignments, addendums and/or agreements, receipts, and any other collateral documents and instruments which are required in connection with the Dissolution. A copy of the Articles of Dissolution to be filed with the Florida Secretary of State is attached hereto as Exhibit A.

RESOLVED, that the Sole Member of the Company, acknowledges and agrees that upon execution of this Unanimous Written Consent, no further amounts shall be withdrawn from any Company account and that upon execution hereof, all assets of the Company, including but not limited to bank accounts, goodwill, inventory, real property, personal property and intellectual property, if any, shall be the sole and exclusive property of the Member in proportion to his membership interest in the Company, which is 100%, and to the extent not already distributed to the Member, shall be promptly distributed thereto in accordance therewith.

RESOLVED, that in order to dispose of the known and unknown claims against the Company after Dissolution pursuant to Section 608.4421, Florida Statutes, **ANGELO CINEL** and **MAURIZIO RIGATO**, in their capacity as Managers of the Company, shall complete and sign the affidavit attached hereto as Exhibit B, thereby providing notice to the Company of any and all known claimants or creditors of the Company.

Effective for all purposes as of the 19th day of April, 2013.

SOLE MEMBER:
ITALFIDUCIARIA, SPA
a company organized under the laws of Italy

By: 
Print: **ANTONIO GIACOMUZZI**
Its: Sole Administrator

THE ABOVE BEING ALL OF THE MEMBERS OF THE COMPANY

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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EXHIBIT B
AFFIDAVIT OF MANAGER ANGELO CINEL

COUNTRY OF _____)
) ss
PROVINCE OF _____)

I, **ANGELO CINEL** (the "Affiant"), in my capacity as Manager of **SUNSHINE RIVER, LLC**, a Florida limited liability company (the "Company"), upon taking an oath, and in order to effectuate the dissolution of the Company and dispose of the known and unknown claims against it, if any, hereby depose and say:

1. Affiant hereby certifies that ☒ Affiant has no knowledge of any creditors of the Company or ☐ Affiant is aware that the following persons or entities are known creditors of the Company:

2. Affiant hereby certifies that ☒ the Company has no known claims against it or ☐ Affiant is aware that the following persons or entities have known claims against the Company:

3. Affiant hereby certifies that ☒ the Company has no pending or threatened litigation or ☐ Affiant is aware that the following litigation is pending or threatened against the Company:

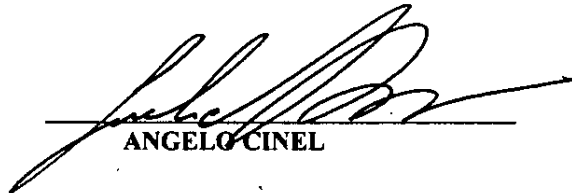
4. Affiant hereby certify that ☒ no judgment or decree has been entered in any court of this State or of the United States against the Company and remains unsatisfied or ☐ Affiant is aware that the following judgments or decrees have been entered against the Company and remain unsatisfied:

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CLERK OF STATE
TALLAHASSEE FLORIDA

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5. Affiant further states that he is familiar with the nature of an oath; and with the penalties provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature.
6. Affiant further certifies that he has read, or has had read to him, the full facts of this Affidavit, understands its contents and attests to the same based on his own personal knowledge.

UNDER PENALTIES OF PERJURY, I DECLARE THAT I HAVE READ THE FOREGOING AFFIDAVIT AND THAT THE FACTS STATED IN IT ARE TRUE.


ANGELO CINEL

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AFFIDAVIT OF MANAGER MAURIZIO RIGATO

COUNTRY OF ITALY)
PROVINCE OF PADUA) ss

I, MAURIZIO RIGATO (the "Affiant"), in my capacity as Manager of SUNSHINE RIVER, LLC, a Florida limited liability company (the "Company"), upon taking an oath, and in order to effectuate the dissolution of the Company and dispose of the known and unknown claims against it, if any, hereby depose and say:

1. Affiant hereby certifies that ☒ Affiant has no knowledge of any creditors of the Company or ☐ Affiant is aware that the following persons or entities are known creditors of the Company:

2. Affiant hereby certifies that ☒ the Company has no known claims against it or ☐ Affiant is aware that the following persons or entities have known claims against the Company:

3. Affiant hereby certifies that ☒ the Company has no pending or threatened litigation or ☐ Affiant is aware that the following litigation is pending or threatened against the Company:

4. Affiant hereby certify that ☒ no judgment or decree has been entered in any court of this State or of the United States against the Company and remains unsatisfied or ☐ Affiant is aware that the following judgments or decrees have been entered against the Company and remain unsatisfied:

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TALLAHASSEE, FLORIDA

5. Affiant further states that he is familiar with the nature of an oath; and with the penalties provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature.
6. Affiant further certifies that he has read, or has had read to him, the full facts of this Affidavit, understands its contents and attests to the same based on his own personal knowledge.

UNDER PENALTIES OF PERJURY, I DECLARE THAT I HAVE READ THE FOREGOING AFFIDAVIT AND THAT THE FACTS STATED IN IT ARE TRUE.



MAURIZIO RIGATO

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