

L10000064141

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H12000132573 3)))



H120001325733ABCY

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : LAZARUS CORPORATE FILING SERVICE, INC
Account Number : 120000000019
Phone : (305) 552-5973
Fax Number : (305) 220-1440

FILED
12 MAY 16 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**LLC DISSOLUTION OR WITHDRAWAL
ROYAL PALACE RECEPTION BALLROOMS, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$25.00

RECEIVED
12 MAY 16 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

FILED

H12000132573

12 MAY 16 AM 8:26

ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANYSECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of a limited liability company is

ROYAL PALACE RECEPTION BALLROOMS, LLC2. The Articles of Organization were filed on 06/15/2010 and assigned document number
L100000641413. The date the dissolution was approved: 06/16/20124. 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).SEE ATTACHED

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

HUGO MARTIN

FILING FEE: \$25.00

H12000132573

BILL OF SALE

FILED

12 MAY 16 AM 8:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KNOW ALL MEN BY THESE PRESENTS:

THAT DREW M. DILLWORTH, TRUSTEE (hereinafter "Seller"), not individually, but solely in his capacity as Chapter 7 bankruptcy trustee for GLORIA ORTEGA (the "Debtor"), in Case No. 11-22655-RAM (Bankr. S.D. Fla.) ("Bankruptcy Case"), for the sum of \$155,000.00 and pursuant to the Agreement (the "Agreement"), between Seller and Hugo Martin (the "Buyer"), and that certain Order (ECF No. 101) approving the Agreement entered in the Bankruptcy Case on May 14th, 2012 ("Sale Approval Order"), hereby transfers and assigns to the Buyer 100% of the Debtor's (as well as that of Hector Ortega, Debtor's "Spouse") and the Trustee's/Estate's right, title, and interest in the issued and outstanding shares of stock and/or interests held by the Debtor and her Spouse in Royal Palace ballroom Reception Ballrooms, LLC, a Florida limited liability company and Royal Palace Reception Ballrooms Corp., a Florida corporation (collectively, the "Acquired Assets")

TO HAVE AND TO HOLD the same unto the Buyer forever.

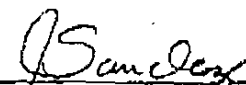
This Bill of Sale is being delivered pursuant to the Agreement and Sale Approval Order. All the terms, covenants and conditions herein contained shall be for and shall inure to the benefit of and shall bind the respective parties hereto and their successors and assigns.

THE ACQUIRED ASSETS TRANSFERRED HEREBY ARE BEING SOLD "AS IS WHERE IS" AND WITHOUT ANY WARRANTIES OR REPRESENTATIONS, EXPRESS OR IMPLIED, IN FACT OR IN LAW, INCLUDING BUT NOT LIMITED TO WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE, EXCEPT AS EXPRESSLY SET FORTH IN THE AGREEMENT. BY ITS ACCEPTANCE HEREOF, BUYER: (A) ACKNOWLEDGES THAT IT HAS INSPECTED THE ACQUIRED ASSETS, THAT SELLER HAS MADE NO REPRESENTATION AS TO THE CONDITION OR USABILITY OF THE ACQUIRED ASSETS, AND THAT IT IS NOT RELYING ON SELLER'S SKILL OR JUDGMENT TO SELECT OR FURNISH GOODS SUITABLE FOR ANY PARTICULAR PURPOSE, AND (B) AGREES THAT SELLER SHALL NOT BE LIABLE FOR DAMAGES, INCLUDING SPECIAL, CONSEQUENTIAL, OR INCIDENTAL DAMAGES, ARISING OUT OF OR IN CONNECTION WITH THE PERFORMANCE OF THE ACQUIRED ASSETS, THEIR CONDITION OR THEIR USE BY BUYER.

IN WITNESS WHEREOF, the Seller has caused this Bill of Sale to be executed and delivered, effective as of MAY 14th, 2012.

ATTEST:

DREW M. DILLWORTH, TRUSTEE, not individually, but solely as Chapter 7 bankruptcy trustee for GLORIA ORTEGA


Name: Francis Sanchez

Title: Trustee clerk to Drew M. Dillworth



By: Drew M. Dillworth, Trustee