

# L10000121196

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(City/State/Zip/Phone #)

☐ PICK-UP

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\_\_\_\_\_  
(Business Entity Name)

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(Document Number)

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2015 APR 15 PM 12:43  
TALLAHASSEE, FL 32301  
CLERK OF SUPERIOR COURT

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** SIGMA PARTES Y MAQUINARIAS, LLC

**DOCUMENT NUMBER:** L10000121196

The enclosed **Notice of Limited Liability Company Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JORGE E. BLANCO, ESQ.

(Name of Contact Person)

JORGE E. BLANCO, P.A.

(Firm/Company)

782 NW 42 AVENUE, SUITE 641

(Address)

MIAMI, FLORIDA 33126

(City/State and Zip Code)

For further information concerning this matter, please call:

YAMI MARTORY

(Name of Contact Person)

at ( 305 )

(Area Code)

444-0044

(Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$25 Filing Fee

☐ \$30 Filing Fee &  
Certificate of Status

☐ \$55 Filing Fee &  
Certified Copy

(Additional copy is enclosed)

☐ \$60 Filing Fee,

Certificate of Status &

Certified Copy

(Additional copy is enclosed)

**MAILING ADDRESS:**

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

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 9, 2015

JORGE E. BLANCO, P.A.  
782 NW 42 AVENUE  
SUITE 641  
MIAMI, FL 33126

SUBJECT: SIGMA PARTES Y MAQUINARIAS, L.L.C.  
Ref. Number: L10000121196

RECEIVED  
15 APR 15 14:10:00  
DIVISION OF CORPORATIONS  
BUREAU OF COMMERCIAL  
INFORMATION SERVICES

We have received your document for SIGMA PARTES Y MAQUINARIAS, L.L.C. and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

Chapter 605, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Neysa Culligan  
Regulatory Specialist II

Letter Number: 715A00004739

4/9/15  
corrected  
& re-sent

ARTICLES OF DISSOLUTION

OF

SIGMA PARTES Y MAQUINARIAS, LLC  
a Florida Limited Liability Company

FILED  
2015 APR 15 PM 12:43  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to section 605.0707 of the Florida Statutes, this Florida Limited Liability Company submits the following articles of dissolution:

**FIRST:** The name of the company is SIGMA PARTES Y MAQUINARIAS, LLC

**SECOND:** The Articles of Organization were filed on November 22, 2010 and assigned document number L10000121196.

**THIRD:** The foregoing dissolution of this company was adopted by the Members of the company on February 13, 2015 and the effective date of the dissolution shall be on the date of filing.

**FOURTH:** A description of the occurrence that resulted in the limited liability company's dissolution pursuant to section 605.0707, Florida Statutes is as follows: The insurance agency business of the company ceased operations.

**FIFTH:** The number of votes cast for the dissolution by the Members was sufficient for approval.

**SIXTH:** The person appointed to wind up the company's activities and affairs is:

MIGUEL ORTEGA GONZALEZ- 9600 NW25<sup>th</sup> Street, Doral Florida, 33172

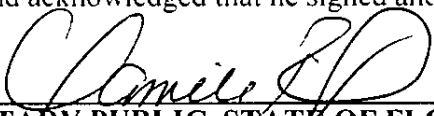
A Member of this company has executed these Articles of dissolution this 8<sup>th</sup> day of April, 2015 and further certifies that the Articles of dissolution are being filed with the Secretary of State of the State of Florida in accordance with Section 605.0707 of the Florida Statutes.

  
MIGUEL ORTEGA GONZALEZ, as Manager

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

I HEREBY CERTIFY, that on the 8<sup>th</sup> day of April, 2015 personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgments, MIGUEL ORTEGA GONZALEZ, Member, to me well known and known to me to be the person who executed the foregoing Articles of Dissolution, and acknowledged that he signed and executed the same for the uses and purposes herein stated.

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

JORGE E. BLANCO, ESQ.  
782 NW 42<sup>nd</sup> Avenue, Suite 641  
Miami, Florida 33126  
Telephone No.: (305) 444-0044  
Florida Bar No.: 197807



YAMILE PEREZ  
NOTARY PUBLIC  
STATE OF FLORIDA  
Comm# FF000783  
Expires 3/25/2017

EXHIBIT "A"  
PLAN OF COMPLETE LIQUIDATION ; AND DISSOLUTION  
OF  
SIGMA PARTES Y MAQUINARIAS, LLC

1. Plan of Liquidation. This plan of Complete Liquidation and Dissolution ("Plan") is intended to accomplish the complete liquidation and dissolution of a Florida limited liability company ("Company"), through the distribution of all the Company's assets to its Members in complete liquidation of the Company in accordance with Section 331 of the Internal Code of 1986, as amended ("Code"). Such liquidation and dissolution shall be accomplished in the manner stated in this Plan.

2. Approval. This Plan will be considered adopted by the Company when approved by the Managers, and upon the approval and adoption thereof by the Members of the Company.

3. Liquidation Period. The "Liquidation Period" shall mean the period in which the Company shall liquidate and distribute any and all of its assets of any kind whatsoever to its Members in accordance with his/her/their respective rights and interest. The period in which such assets shall be distributed, and the dissolution, shall be completed as soon as practicable.

4. Abandonment Upon the approval of the Plan by the Members of the Company, the Managers of the Company may not, without further action by the Members, abandon this Plan.

5. Winding Up of Business. During the Liquidation Period, the Company shall continue its business to the extent necessary to collect accounts receivable, pay liabilities, and otherwise conduct business consistent with the objective of the Company to distribute all of its assets to its Members and wind up its affairs.

6. Final Distribution of Assets. Not later than the end of the Liquidation Period, all assets of the Company not previously distributed shall be distributed to the Members of the Company according to his/their ownership interest in the Company. In no event shall any amount be retained by the Company beyond the end of the Liquidation Period to meet the claims of the Members with respect to his/her/their membership interest.

7. Cancellation of Outstanding Certificates of Membership Interest. Each of the foregoing distributions in complete liquidation shall be solely in exchange for, in complete

redemption and cancellation of, and in payment for, all of the outstanding certificates of membership interest of the Company. The Members shall surrender his/her/their certificates for such certificates of membership interest as determined by the Managers for recording the receipt of distributions prior to the final distribution, and shall surrender any remaining certificates representing outstanding charges of the Company for cancellation upon receipt of the final distribution herein authorized.

8. Filing. Upon the final distribution of all assets of the Company of the Company shall instruct the Company's accountants to close the books of the Company and to prepare and file federal and state tax returns on behalf of the Company, and such other forms as are appropriate.

9. State Filing Requirements After all of the assets of the Company have been distributed in complete redemption of the Members, the Managers of the Company shall cause to be filed with the Florida Department of State, Division of Corporations, the necessary documents pursuant to the appropriate provisions of Section 605.0707, Florida Statutes, as that statute presently exists or as it may be amended, to effect a complete statutory dissolution of the Company, and to do such other actions as are required, including filing all necessary documents.

10. Authorization of Necessary Acts The Managers of the Company shall have the power to adopt all resolutions, execute all documents, and are authorized, empowered and directed to file all papers and take whatever action as they may deem necessary or desirable for the purpose of effecting the complete liquidation and dissolution of the Company, and for carrying out the other purposes and intentions of the Plan, so long as any such action shall not be inconsistent with the provisions of Code Section 331, and the Treasury Regulations issued hereunder. The Managers shall be held harmless by the Company for any action under this Plan taken in good faith, and any expense or liability so incurred.

11. Intent. It is intended that this Plan be deemed to authorize such action as, in the opinion of counsel, may be necessary to conform with the provisions of Code Section 331.

FILED

2015 APR 15 PM 12:44

CLERK OF STATE  
TALLAHASSEE, FLORIDA