

L110000054043

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.

((H14000301372 3)))



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To:

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

From:

Account Name : FASTKIT CORP
Account Number : I20100000009
Phone : (305) 599-0839
Fax Number : (305) 592-9591

**LLC DISSOLUTION OR WITHDRAWAL
VIER VENETIAN 31F, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	09
Estimated Charge	\$25.00

RECEIVED

15 JAN -5 AM 10:00

DIVISION OF CORPORATIONS
BUREAU OF COMMERCIAL
INFORMATION SERVICES

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

15 JAN -5 PM 2:45

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

JAN - 6 2015

T. BROWN



January 2, 2015

FLORIDA DEPARTMENT OF STATE
Division of Corporations

VIER VENETIAN 31F, LLC
* DOUGLAS REGISTERED AGENTS LLC
2600 S. DOUGLAS RD, STE 510
CORAL GABLES, FL 33134

SUBJECT: VIER VENETIAN 31F, LLC
REF: L11000054043

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The effective date must be specific and cannot be prior to the date of filing.

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.

Jenna D Harris
Regulatory Specialist II

FAX Aud. #: H14000301372
Letter Number: 315A00000050

RECEIVED
15 JAN -5 AM 10:00
DIVISION OF CORPORATIONS
BUREAU OF COMMERCIAL
INFORMATION SERVICES

ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY

FILED
15 JAN -5 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of a limited liability company is
VIER VENETIAN 31F, LLC
2. The Articles of Organization were filed on 05/08/2011 and assigned
document number L11000054043
3. The delayed effective date the dissolution if not effective on the date of filing: _____
(effective date cannot be prior to or more than 90 days later than date document is received for filing)
4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section
605.0707, Florida Statutes, (copy 605.0707 on back cover letter).
UNANIMOUS WRITTEN CONSENT OF THE MEMBERS

5. If there are no members, enter the name and address of the person appointed to wind up the company's
activities and affairs: ERNESTO J FARALL

6. Signature of an authorized person or if there are no members, the signature of the person appointed and
listed above to wind up the company's activities and affairs:



Signature

ERNESTO J FARALL

Printed Name

FILING FEE: \$25.00

Notice of Limited Liability Company Dissolution

NOTE: This page is optional

This notice is submitted by the dissolved limited liability company named below for resolution of payment of unknown claims against this limited liability company as provided in s. 605.0712, F.S.

This "Notice of Limited Liability Company Dissolution" is optional and is not required when filing a voluntary dissolution.

Name of Limited Liability Company: VIER VENETIAN 31F, LLC

Document number of Limited Liability Company is: L11000054043

Date of dissolution was: 12/30/14

Description of information that must be included in a written claim:

- 1) Name and mailing address of person/entity making the claim
- 2) Description of the nature of the claim and events giving rise to the claim
- 3) Statement of the amount of the claim
- 4) Any other information relevant to the claim

Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

DOUGLAS REGISTERED AGENTS LLC

2600 S. DOUGLAS ROAD SUITE 510

CORAL GABLES FLORIDA 33134

A claim against the above named limited liability company will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

ERNESTO J FARALL

Printed Name of the Person Filing


Signature of the Person Filing

Fee: No charge if included with Articles of Dissolution. If filed separately \$25.00

EXHIBIT "A"

**UNANIMOUS WRITTEN CONSENT OF MEMBERS
OF VIER VENETIAN 31F, LLC
TO DISSOLVE THE LIMITED LIABILITY COMPANY**

We the undersigned, being the Members and Managers of **VIER VENETIAN 31F, LLC**, a Florida limited liability company ("Company"), hereby unanimously agree to dissolve the Company, and approve the following actions taken or to be taken by the Company:

RESOLVED, that the Members of the Company agree to the voluntary dissolution of the Company and hereby authorize and direct **ERNESTO J FARALL** to take all steps necessary or appropriate to dissolve the Company pursuant to Sections 605.0707 to 605.0701(2) of the Florida Limited Liability Company Act;

RESOLVED, that **ERNESTO J FARALL**, in his capacity as Manager of the Company, in connection with the Dissolution of the Company, is authorized proceed to execute any and all documents necessary to effectuate same, including but not limited to Articles of Dissolution, notices to creditors, distributions of Company assets, affidavits, bills of sale, certifications, applications, assignments, addenda 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";

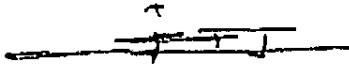
RESOLVED, that the Members acknowledge and agree that upon execution of this Unanimous Written Consent, no further amounts shall be withdrawn from any of the Company accounts, and that upon execution hereof, all assets of the Company, including but not limited to bank accounts, goodwill, inventory, real property, personal property and intellectual property, shall be the sole and exclusive property of the Members in proportion to their membership interest in the Company, and to the extent not already distributed to the Members, shall be promptly distributed thereto in accordance therewith; and,

RESOLVED, that in order to dispose of any known and unknown claims against the Company after dissolution, pursuant to Section 605.0711, Florida Statutes, each Member of the Company shall complete and sign the affidavits attached hereto, as Exhibit "B", thereby providing notice to the Company of any and all known claimants or creditors of the Company.

[SPACE INTENTIONALLY BLANK]
[SIGNATURE PAGE FOLLOWS]

Effective for all purposes as of the 21st day of December, 2014.

MANAGERS:

A handwritten signature in dark ink, appearing to be "Ernesto J. Farall", written over a horizontal line.

ERNESTO J FARALL

A handwritten signature in dark ink, appearing to be "Claudia V. Schifino", written over a horizontal line.

CLAUDIA V SCHIFINO

MEMBERS:

A handwritten signature in dark ink, appearing to be "Ernesto J. Farall", written over a horizontal line.

ERNESTO J FARALL

A handwritten signature in dark ink, appearing to be "Claudia V. Schifino", written over a horizontal line.

CLAUDIA V SCHIFINO

THE ABOVE BEING ALL THE MEMBERS AND MANAGERS OF THE COMPANY

EXHIBIT "B"

AFFIDAVIT OF
ERNESTO J FARALL

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned officer, duly authorized to administer oaths and take acknowledgements, personally appeared this day **ERNESTO J FARALL** ("Affiant"), Member and Manager of **VIER VENETIAN 31F, LLC**, a Florida limited liability company ("Company"), [] who is personally known to me; or, [☒] produced passport as identification, who upon being duly sworn on oath, and in order to effectuate the dissolution of the Company and dispose of the known claims against the Company pursuant to Section 605.0711, Florida Statutes, hereby deposes and says:

1. Affiant hereby certifies that [X] 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 [X] the Company has no known claims against it or [] Affiant is aware that the following persons or entities have known claims against the Company:

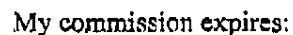
3. Affiant hereby certifies that [X] the Company has no pending or threatened litigation or [] Affiant is aware that the following litigation is pending or threatened against the Company:

4. Affiant hereby certifies that [X] 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:

- FURTHER AFFLIANT SAYETH NOT.**

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

Notary Public



**AFFIDAVIT OF
CLAUDIA V SCHIFINO**

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned officer, duly authorized to administer oaths and take acknowledgements, personally appeared this day **CLAUDIA V SCHIFINO** ("Affiant"), Member and Manager of **VIER VENETIAN 31F, LLC**, a Florida limited liability company ("Company"), [] who is personally known to me; or, [☒] produced passport as identification, who upon being duly sworn on oath, and in order to effectuate the dissolution of the Company and dispose of the known claims against the Company pursuant to Section 605.0711, Florida Statutes, hereby deposes and says:

7. 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:

8. 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:

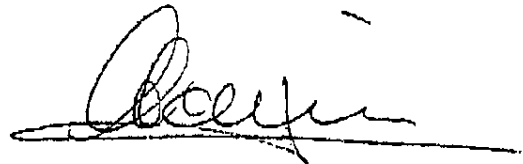
9. Affiant hereby certifies that ☒ the Company has no pending or threatened litigation or [] Affiant is aware that the following litigation is pending or threatened against the Company:

10. Affiant hereby certifies 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:

11. Affiant further states that he/she 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.

12. Affiant further certifies that he has read, or has had read to him, the full facts of this Affidavit, understands its content and attest to same based on his own personal knowledge.

FURTHER AFFIANT SAYETH NOT.

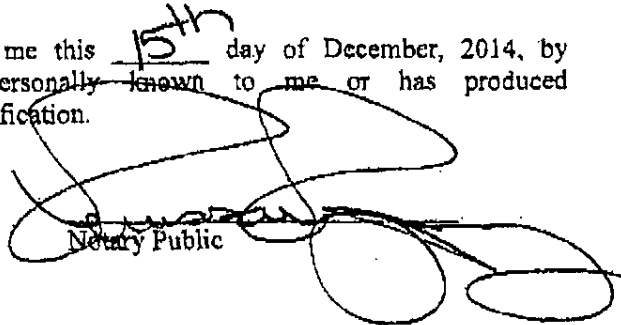
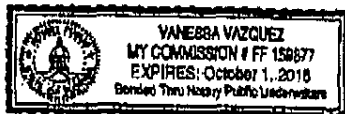


CLAUDIA V SCHIFINO

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

SWORN TO AND SUBSCRIBED before me this 15th day of December, 2014, by **CLAUDIA V SCHIFINO**, who is personally known to me or has produced passport as identification.

[Notary Seal]


Notary Public

My commission expires: