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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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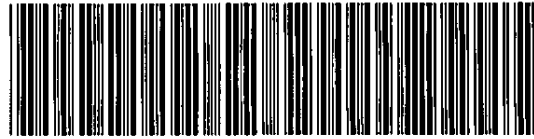
(Business Entity Name)

(Document Number)

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2017 JUN -9 A 11: 27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

n. BRUCE  
JUN 12 2017

**ARTICLES OF DISSOLUTION  
OF  
BELLAGIO FINANCE & INVESTMENT, LLC  
a Florida limited liability company**

Pursuant to 605.0707, Florida Statutes, this Florida limited liability company submits the following articles of dissolution

FIRST: The name of the limited liability company is:

BELLAGIO FINANCE & INVESTMENT, LLC

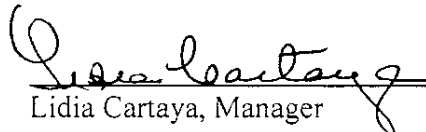
SECOND: The Articles of Organization were filed on JUNE 16, 2011.

THIRD: The delayed effective date of the limited liability company's dissolution is MARCH 31, 2017.

FOURTH: The following is a description of the occurrence that resulted in the limited liability company's dissolution pursuant to 605.0707:

THE CONSENT OF ALL OF THE MEMBERS (pursuant to Section 605.0701 (2)).

Signed this 2nd day of February, 2017.

  
Lidia Cartaya, Manager

2017 JUN -9 A 11: 27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

WAIVER OF NOTICE OF A JOINT SPECIAL MEETING  
OF SOLE MEMBER OF

**BELLAGIO FINANCE & INVESTMENT, LLC,**  
a Florida limited liability company

We do hereby constitute the sole Member of the above named company and do hereby waive notice of the special meeting of the member. Furthermore, we hereby agree that said meeting shall be held at 150 Alhambra Circle, Suite 800, Coral Gables, Florida 33134 for the following purposes:

1. To effect the dissolution of BELLAGIO FINANCE & INVESTMENT, LLC effective as of March 31, 2017.
2. To transact such other business as may properly come before the meeting or any adjournment or adjournments thereof.

We I do hereby affix our names to show our waiver of notice of said meeting on this 2nd day of February, 2017.

FILIPPO PARTNERS, LTD, a British  
Virgin Islands Company

  
\_\_\_\_\_  
Hans Josef Vogler, Director

**WRITTEN CONSENT TO COMPANY ACTION BY THE  
SOLE MEMBER OF  
BELLAGIO FINANCE & INVESTMENT, LLC**

The undersigned, FILIPPO PARTNERS, LTD., a British Virgin Islands Company, being the sole member (the "**Member**") of BELLAGIO FINANCE & INVESTMENT, LLC, a Florida limited liability company (the "**Company**"), does hereby waive any and all requirements for notice of the time, place and purpose of a special meeting of the Member of the Company and does hereby agree and consent, to the adoption of, and does hereby adopt, the following preamble, resolutions and the actions specified therein:

WHEREAS, the Company has terminated all business activities and wishes to be dissolved as of March 31, 2017;

WHEREAS, all debts, obligations and liabilities of the Company have been paid or discharged; and

WHEREAS, all remaining property and assets have been distributed to its sole member; and

WHEREAS, there are no suits pending against the Company in any court.

NOW, THEREFORE, it is

RESOLVED, that the Member and the Company take any action necessary to dissolve the Company as of March 31, 2017; and it is

RESOLVED, that the foregoing recitals are true and correct and that the dissolution of the Company is hereby ratified; that FILIPPO PARTNERS, LTD., a British Virgin Islands Company, as the sole Member of the Company, and/or LIDIA CARTAYA, as the Manager of the Company, are hereby, authorized, empowered and directed on behalf of the Company to execute and deliver, such documents that may be required in connection with the dissolution of the Company, and to cause to be performed the Company's obligations thereunder; and it is

RESOLVED, that the Company be and is hereby authorized and directed to execute and deliver all such documents, papers, instruments, certificates and undertakings as shall be necessary or required in order to carry into effect and to consummate the dissolution.

IN WITNESS WHEREOF, the undersigned has executed this Written Consent in order to give its consent thereto this 2<sup>nd</sup> day of February, 2017.

MEMBER:

FILIPPO PARTNERS, LTD., a British Virgin Islands company

By: \_\_\_\_\_

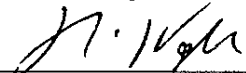
Hans Josef Vogler, Director

**RATIFICATION OF THE SPECIAL MEETING OF  
THE MEMBER OF  
BELLAGIO FINANCE & INVESTMENT, LLC.**

We, the undersigned, being the sole member of the above named Florida limited liability company, do hereby ratify, approve and confirm all that has occurred at the above referenced special joint meeting, the minutes which were read, and in furtherance of such ratification, approval, and confirmation, and of our assent to any and all acts, recommendations and resolutions of the said meeting, do hereby sign our names and affix our seal effective this 2nd day of February, 2017.

**SOLE MEMBER:**

FILIPPO PARTNERS INC., a British  
Virgin Islands corporation

By:   
Hans Josef Vogler, Director