

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF RICHMOND

-----X
STEPHANIE ANDRIS, as Executrix of the
Estate of ELIZABETH AYVIS, Deceased,

Petitioners,

Index No.

-against-

1376 FOREST REALTY LLC and
ASTRID SPATOLA,

**VERIFIED PETITION
FOR DISSOLUTION**

Respondents.

-----X

The Petition of STEPHANIE ANDRIS, as Executrix of the Estate
of ELIZABETH AYVIS, respectfully shows to this Court and alleges:

1. Petitioner, STEPHANIE ANDRIS, Executrix of the Estate of
ELIZABETH AYVIS, is a resident of the State of New York, County of
Suffolk.

2. Upon information and belief, respondent, ASTRID SPATOLA
("Spatola"), is a resident of the State of New York, County of
Richmond.

3. Upon information and belief, 1376 FOREST REALTY LLC (the
"LLC"), is a domestic LLC duly organized and existing under and by
virtue of the laws of the State of New York having its principal
place of business at 1376 Forest Avenue, Staten Island, NY 10302.

4. The LLC is the owner of the premises known as 1376 Forest
Avenue, Staten Island, New York 10302 (hereinafter the "premises").

5. That Spatola has been managing the premises since at

least 2009.

6. The premises have a number of tenants, including one commercial tenant and at least two residential tenants. In addition, at least three wireless telephone carriers pay rent for their equipment situated on the roof of the premises.

8. That respondent, Spatola, owns fifty percent (50%) of the membership interests of the LLC.

7. That prior to her death, Elizabeth Ayvis, owned fifty percent (50%) of the membership interest of the LLC.

8. That Elizabeth Ayvis died on February 21, 2016.

9. That petitioner was appointed Executrix of Elizabeth Ayvis' Estate by Letters Testamentary issued July 25, 2017 and dated November 9, 2017.

10. That petitioner owns fifty percent (50%) of the membership interests of LLC, as Executrix of the Estate of ELIZABETH AYVIS.

11. The respondent, Spatola, is unable or unwilling to reasonably permit or promote the stated purpose of the LLC to be realized or achieved, which is to profitably own and operate the premises.

12. That respondent, Spatola, has not made any distributions to Petitioner and/or her predecessor in interest since at least February 21, 2016.

13. Continuing the LLC is financially unfeasible.

14. The individual in control of the LLC, Spatola, has engaged in illegal, fraudulent or oppressive actions toward petitioner, including excluding her from the premises.

15. Upon information and belief, the individual in control of the LLC, Spatola, has looted, wasted, or diverted assets of the LLC for non-limited liability company purposes.

18. It is not reasonably practicable to carry on the business of the LLC in conformity with its primary purpose.

19. Dissolution of the LLC is reasonably necessary for the protection of the rights and interests of the petitioner.

20. Petitioner has demanded that the LLC be dissolved, its assets liquidated, and the respective interests of petitioner and Spatola be distributed, but Spatola refuses to do so and insists on continuing to operate the business for her own advantage.

21. An independent Receiver should be appointed to liquidate and wind up the affairs of the LLC.

22. Petitioner is entitled to dissolution of the LLC, a winding up of its affairs, and distribution of its assets.

23. As set forth herein, petitioner has expressed her will not to carry on the LLC, and it is not possible to carry on the business of the LLC.

24. Petitioner is entitled to a decree of judicial

dissolution of the LLC, including pursuant to New York Limited Liability Corporation Law §702 and to the appointment of a Receiver for winding up LLC's affairs.

25. Respondent is liable to account to petitioner for the transactions and conduct alleged herein.

26. Petitioner is thus entitled to an accounting. Gottlieb v Northriver Trading Co. LLC, 58 A.D.3d 550, 872 N.Y.S.2d 46 (1st Dept 2009).

27. No previous application for the relief sought herein has been made to any other Court of justice thereof except that a Summons with Notice was filed in Supreme Court of the State of New York, Richmond County on or about November 20, 2017 under Index No. 152554/17 seeking dissolution of the LLC. That action was voluntarily discontinued by petitioner prior to the commencement of this proceeding by a Notice filed on April 4, 2019.

WHEREFORE, petitioner demands judgment that the LLC be dissolved, that the property and/or assets be directed to be sold, that an accounting be had of the affairs of the LLC, from the commencement thereof, that the proceeds of the LLC and/or its assets be divided, after payment of all just debts, that an independent Receiver be appointed to direct the dissolution of the LLC, the sale of its assets, the collection of all monies, and the division of the proceeds to petitioner and respondent according to

their respective interests and granting to petitioner such other and further relief as this Court may deem just and proper including the costs, disbursements and attorneys' fees of this proceeding.

Dated: Queens Village, New York
April 15, 2019

Yours, etc.,

GINSBURG & MISK LLP

BY: 

HAL R. GINSBURG, ESQ.

Attorneys for Petitioners
215-48 Jamaica Avenue
Queens Village, NY 11428
(718) 468-0500

INDIVIDUAL VERIFICATION

STATE OF NEW YORK)
) ss.:
COUNTY OF QUEENS)

STEPHANIE ANDRIS, being duly sworn, deposes and says, that:

Deponent is the petitioner in the within action; has read the foregoing **PETITION FOR DISSOLUTION** and knows the contents thereof; the same is true to deponent's own knowledge, except as to those matters said to be upon information and belief and as to those matters, deponent believes it to be true.

Stephanie Andris

STEPHANIE ANDRIS

Sworn to before me this

10 day of April, 2019.



NOTARY PUBLIC

EMILY SEE KATE CHOW
Notary Public, State of New York
No. 02CH6248627
Qualified in Nassau County
Commission Expires 09/19/20 19