

**SHORT FORM ORDER**

**SUPREME COURT : STATE OF NEW YORK  
COUNTY OF NASSAU**

**PRESENT:**

**HON. IRA B. WARSHAWSKY,**

**Justice.**

**TRIAL/IAS PART 10**

In the Matter of the Application of  
MARJORIE RAVITZ, Holder of Shares Representing  
One-Half of the Votes of All Outstanding Shares,

Petitioner,

INDEX NO.: 020419/2007  
MOTION DATE: 01/10/2008  
MOTION SEQUENCE: 001

For the Dissolution of GERARD FURST AND  
MARJORIE RAVITZ, DPM, P.C. d/b/a North  
Shore Podiatry Group, a Domestic Professional  
Service Corporation, Pursuant to Section 1104(a)  
of the Business Corporation Law,

- and -

GERARD FURST,

Respondent.

The following papers read on this motion:

Order to Show Cause, Verified Petition & Exhibits Annexed.....	1
Petitioner's Memorandum of Law.....	2
Answer dated 12/21/07.....	3
Letter of Peter A. Mahler, Esq. dated 1/31/08 & Attachment.....	4

This special proceeding brought pursuant to B.C.L. § 1004(a)(1) and (3) for dissolution of Gerard Furst and Marjorie Ravitz, DPM, P.C. on the grounds that the shareholders are deadlocked and there is internal dissolution is granted.

Petitioner, a fifty percent owner of the aforesaid Professional Corporation, alleges in a verified petition that respondent does not respect her as a co-equal owner since the retirement of

her father, his former partner. She alleges that his demeanor is disdainful, uncooperative and angry toward her and is unfair, demanding and inappropriate toward the staff, which results in a turn over in employees and difficulty in finding good employees. She claims that he resists steps to close one of their three unprofitable offices, and uses the P.C.'s resources for his own personal business without reimbursement. Finally, the most recent Board meeting in January of 2007 was aborted by his displeasure at petitioner's unwillingness to accede to his buy-out demands, and that the parties have not spoken words to each other since that time.

In sum, petitioner has established the elements for dissolution of a deadlocked corporation insofar as "the directors are so divided respecting the management of the corporation's affairs that the votes for action by the board cannot be obtained ....and there is internal dissension and two or more factions of shareholders are so divided that dissolution would be beneficial to the shareholders." B.C.L. § 1104(a).

In opposition, the respondent has not articulated disagreement with the allegations made by petitioner. Respondent's answer consists of bare admissions and denials of many of the allegations summarized above, but there is no sworn affidavit supporting his denials. The court is without any statement of fact by a person with knowledge, that challenges in any respect the prima facie case for dissolution propounded by petitioner. To the extent that the answer is verified, it is verified by counsel who has no independent knowledge of the circumstances of the corporate affairs, and, thus, it has no evidentiary value. Matter of Cohn (Last Choice Real Estate Corp.), Index No 5940/07, Sup. Ct., Nassau Co., July 23, 2007, Bucaria, J. In such instances, there is authority that no hearing need be held. CPLR R 409 (b).

Accordingly, it is ORDERED that the petition is granted and Gerard Furst and Marjorie Ravitz, DPM, P.C. d/b/a North Shore Podiatry Group is declared dissolved.

A conference shall be held before the undersigned on March 27, 2008, at 9:30 A.M., to provide for distribution of the assets of the corporation and satisfaction of its outstanding obligations.

Dated: February 11, 2008

**ENTERED**

FEB 15 2008

NASSAU COUNTY  
COUNTY CLERK'S OFFICE

*J. S. C.*  
J.S.C.