

IN THE COURT OF COMMON PLEAS, FRANKLIN COUNTY, OHIO

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In The Matter Of:

C.V. Perry & Co.  
C.V. Perry Builders, LLC  
C.V. Perry Builders II, LLC  
Manors at Homestead, LLC  
Pointe at Blacklick, LLC  
Manors at CrossCreeks, LLC  
C.V. Land II, LLC  
Arlington Remodeling, LLC

370 South Fifth Street  
Columbus, Ohio, 43215

Case No. 07CS-11-454

Judge \_\_\_\_\_

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FILED  
COMMON PLEAS COURT  
FRANKLIN CO. OHIO  
2007 NOV - 7 PM 1:25  
CLERK OF COURTS -

**COMPLAINT FOR JUDICIAL ADMINISTRATION OF  
WINDING UP OF AFFAIRS OF VOLUNTARILY DISSOLVED  
CORPORATION AND LIMITED LIABILITY COMPANIES**

C.V. Perry & Co., pursuant to R.C. §§ 1701.88(G) and 1701.89, and C.V. Perry Builders, LLC, C.V. Perry Builders II, LLC, Manors at Homestead, LLC, Pointe at Blacklick, LLC, Manors at CrossCreeks, LLC, C.V. Land II, LLC, and Arlington Remodeling, LLC (sometimes collectively referred to herein as the "Limited Liability Companies"), pursuant to R.C. §1705.44, as and for their Complaint (this "Complaint") for judicial administration of the winding up of their respective corporate affairs, allege and state as follows:

**JURISDICTION AND BACKGROUND**

1. C.V. Perry & Co. ("C.V. Perry") is a for-profit corporation, registered and formed under Ohio law, with its principal office, pursuant to R.C. §1701.01(H), in the City of Columbus, Franklin County, Ohio.

2. C.V. Perry Builders, LLC ("C.V. Perry Builders") is a for-profit limited liability company, registered and formed under Ohio law, with its principal office in the City of Columbus, Franklin County, Ohio.

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3. C.V. Perry Builders II, LLC ("C.V. Perry Builders II") is a for-profit limited liability company, registered and formed under Ohio law, with its principal office in the City of Columbus, Franklin County, Ohio.

4. Manors at Homestead, LLC ("Manors at Homestead") is a for-profit limited liability company, registered and formed under Ohio law, with its principal office in the City of Columbus, Franklin County, Ohio.

5. Pointe at Blacklick, LLC ("Pointe at Blacklick") is a for-profit limited liability company, registered and formed under Ohio law, with its principal office in the City of Columbus, Franklin County, Ohio.

6. Manors at CrossCreeks, LLC ("Manors at CrossCreeks") is a for-profit limited liability company, registered and formed under Ohio law, with its principal office in the City of Columbus, Franklin County, Ohio.

7. C.V. Land II, LLC ("C.V. Land II") is a for-profit limited liability company, registered and formed under Ohio law, with its principal office in the City of Columbus, Franklin County, Ohio.

8. Arlington Remodeling, LLC ("Arlington Remodeling") is a for-profit limited liability company, registered and formed under Ohio law, with its principal office, in the City of Columbus, Franklin County, Ohio.

9. C.V. Perry is the sole member of each of the Limited Liability Companies.

10. In early October, 2007, The Home Savings and Loan Company of Youngstown, Ohio ("Home Savings"), initiated over twenty (20) civil actions against C.V. Perry and certain of the Limited Liability Companies in the Franklin County Common Pleas Court to enforce certain cognovit instruments. These actions were all assigned to Judge Fais.

11. On or about November 5, 2007, in compliance with and pursuant to R.C. §1701.86, C.V. Perry dissolved its corporate status by causing to be filed, *inter alia*, a certificate of dissolution with the Ohio Secretary of State. A copy of said certificate of dissolution is attached hereto as Exhibit A.

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12. Further, on or about November 5, 2007, in compliance with and pursuant to R.C. §1705.44, each of the Limited Liability Companies dissolved their respective entity status as limited liability companies by causing to be filed, *inter alia*, certificates of dissolution with the Ohio Secretary of State. Copies of said certificates of dissolution are attached hereto as Exhibits B through H.

13. Since its incorporation, and continuing until the second quarter of 2007, C.V. Perry was engaged in the business of real estate development in Central Ohio, primarily being known as a custom single family home and condominium builder. During the second quarter of 2007, C.V. Perry ceased its building operations.

14. Since their respective incorporation and continuing until the second quarter of 2007, each of the Limited Liability Companies was engaged in the business of real estate development in Central Ohio, each being primarily known as custom single family home and condominium builders.

15. As of the date of the filing of the Complaint, C.V. Perry and the Limited Liability Companies owned certain real estate, including vacant lots, as well as single family homes and condominiums, in various stages of construction and/or completion.

16. During the second quarter of 2007, each of the Limited Liability Companies effectively ceased their respective building operations.

17. This Court has jurisdiction over the administration of the winding up of C.V. Perry's affairs under R.C. §§ 1701.88(G) and 1701.89 by virtue of C.V. Perry's status as a voluntarily dissolved corporation and the fact that C.V. Perry's principal office, as such term is used in R.C. §1701.01(H), is located in Franklin County, Ohio.

18. Further, this Court has jurisdiction over the administration of the winding up of each of the Limited Liability Companies' affairs under R.C. §§1701.44 and 1701.45, by virtue of the Limited Liability Companies' status as voluntarily dissolved limited liability companies and the fact that each of the Limited Liability Companies' respective principal offices are located in Franklin County, Ohio.

