



534308

OLENN & PENZA

ATTORNEYS AT LAW - LLP

September 9, 2020

RECEIVED
R.I. DEPT. OF STATE
BUS. SVCS. DIV.
2020 SEP 10 PM 12:43

State of Rhode Island
Office of the Secretary of State
Corporations Division
148 West River Street
Providence, RI 02904-2615

Re: David Bainer v. JML Courier Services, LLC
Our File No. 7491/9

Dear Sir or Madam:

Enclosed you will find a copy of a court order appointing me as Permanent Receiver for JML Courier Services, LLC a/k/a JML Enterprises, a domestic limited liability company, identification number, 000534308. A copy of the corporation's database information related to this entity is enclosed for your reference of the entity.

Also enclosed you will find a copy of the notice to creditors, which I would I ask that you scan into the database along with the court order.

If you have any questions, please feel free to contact me.

Very truly yours,

Michael B. Forte, Jr.

mbf@olenn-penza.com

as Temporary Receiver for
JML Courier Services, LLC

MBF:lml \Corres\74919 8 To RlSecState 9-9-20
Enclosures

MBF:ljc 7491/9 \Pleadings\74919 14 Order Re Permanent Rcvr 7-21-20

STATE OF RHODE ISLAND
KENT, SC

SUPERIOR COURT OUT-COUNTY
BUSINESS CALENDAR

DAVID BAINER

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:
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VS.

C.A. NO. KC-2020-0403

JML COURIER SERVICES, LLC

RECEIVED
R.I. DEPT. OF STATE
BUS SVCS DIV
2020 SEP 10 PM 12:43

ORDER APPOINTING PERMANENT RECEIVER

This cause came to be heard on the Petition for Appointment of Receiver for the Respondent, and it appearing that the notice provided by the Order of this Court previously entered herein has been given, and upon consideration thereof, it is hereby

ORDERED, ADJUDGED AND DECREED:

1. That for the purposes of this order, wherever the word defendant or respondent is used, that term shall include JML Courier Services, LLC a/k/a JML Enterprises.

2. That Michael B. Forte, Jr., Esq., of Olenn & Penza, LLP, of Warwick, Rhode Island, be and hereby is appointed Permanent Receiver (the "Receiver") of Respondent, and of all the estate, assets, effects, property and business of Respondent of every name, kind, nature and description, with all the powers conferred upon the Receiver by the Rhode Island General Laws, by this order, or otherwise, and with all powers incidental to the Receiver's said Office.

3. That said Receiver shall, no later than five (5) days from the date hereof, file herein a bond in the amount of \$10,000 with corporate surety thereon authorized to do business in the State of Rhode Island, conditioned that the Receiver will well and truly perform the duties of said office.

4. That said Receiver be and hereby is authorized, empowered and directed to take possession and charge of said estate, assets, effects, property and business of the Respondent, including cash surrender value of any insurance owned by Respondent, and to preserve the same, and is hereby vested with title to the same; to collect and receive the debts, property and other assets and effects of said Respondent, including such cash surrender value, with full power to prosecute, defend, adjust and compromise all claims and suits of, by or against said Respondent, and to appear, intervene or become a party in all suits, actions or proceedings relating to said estate, assets, effects and property as may in the judgment of the Receiver be necessary or desirable for the protection, maintenance and preservation of the property and assets of said Respondent.

5. That this appointment is made in succession to the appointment of Temporary Receiver heretofore made by order of this Court, and the Receiver shall take and be vested with the title to all assets, property and choses-in-action which have heretofore accrued to the Temporary Receiver with power to confirm and ratify in writing such agreements as are entered into by such Temporary Receiver, and to carry out and perform the same.

6. That the Receiver is authorized, in the Receiver's discretion, to continue the business of the Respondent until further order of this Court, and to employ such persons as may be desirable for the foregoing purposes (except that the Receiver shall first obtain *ex parte* approval to hire attorneys, accountants and turnaround professionals) and, in connection therewith, to use such moneys as shall come into the Receiver's hands and possession, as far as the same shall be necessary, for the above purposes and for continuing the business of said Respondent until further Order of this Court.

7. That the Receiver is authorized to incur expenses for goods and services, and to purchase for cash such merchandise, supplies and materials as in the Receiver's discretion may be desirable or necessary for continuance of the business of the Respondent.

8. That said Receiver be and hereby is authorized and empowered to sell, transfer and convey said Receiver's right, title and interest and the right, title and interest of said Respondent in and to any real property or personal property, tangible or intangible, for such sum or sums of money as to said Receiver appears reasonable and proper, at private sale or sales, provided, however, that approval is first given for such sale or sales by this Court on *ex parte* application by the Receiver, or after such notice as the Court may require.

9. That the Receiver is hereby authorized and empowered to sell at public auction any or all of the assets referred to in Paragraph 8. The Receiver is also authorized to engage an auctioneer and to insert such display ads within or without the State of Rhode Island as the Receiver deems proper advertising for such sale. Such a public auction sale conducted by said Receiver in accordance with the provisions of this paragraph shall be considered and is hereby declared to be a commercially reasonable sale, and such sale shall constitute compliance with the requirements of a commercially reasonable sale as set forth in Article 9 of the Uniform Commercial Code as enacted in Rhode Island.

10. That said Receiver be, and hereby is, authorized and empowered, as soon as there are sufficient funds available, to pay all City, State and United States taxes of any kind, nature and description, including withholding taxes, as well as wages due employees, with such employees being relieved of the necessity of filing claims with the Receiver unless the amount paid or shown on the books of the Respondent is not acceptable to any employee, in which case said employee may file his/her claim in the same manner as other creditors.

11. That in fulfillment of the reporting requirements set forth in Rule 66(e) of the Superior Court Rules of Civil Procedure, the Receiver shall file with the Court the Reports referred to in said Rule, as and when the Receiver deems necessary or advisable under the circumstances or, in any event, as and when required by Order of this Court. In addition, the Receiver shall file with the Court, on or before May 1 and October 1 of each year, a Receivership Control Calendar Report in accordance with Rhode Island Superior Court Administrative Order No. 98-7.

12. That the Receiver shall continue to discharge said Receiver's duties and trusts hereunder until further order of this Court; that the right is reserved to the Receiver and to the parties hereto to apply to this Court for any other or further instructions to said Receiver, and that this Court reserves the right, upon such Notice, if any, as it shall deem proper, to make such further orders herein as may be proper, and to modify this Order from time to time.

13. All creditors or other claimants hereby are ordered to file under oath with the Receiver at Olenn & Penza, LLP, 530 Greenwich Avenue, Warwick, Rhode Island 02886, on or before **December 7, 2020**, a statement setting forth their claims, including, but without limiting the generality of the foregoing, the name and address of the claimant, the nature and amount of such claim, a statement of any security or lien held by the claimant to which such claimant is or claims to be entitled, and also a statement as to any preference or priority which the claimant claims to be entitled to over the claims of any other or all other claimants or creditors.

14. Except as provided in paragraph 15 below, that the commencement, prosecution or continuance of the prosecution of any action, suit, arbitration proceeding, hearing, or any foreclosure, reclamation or repossession proceeding, both judicial and non-judicial, or any other proceeding, in law, or in equity or under any statute, or otherwise, against said Respondent or any of its property, in any Court, agency, tribunal or elsewhere, or before any arbitrator, or otherwise by any creditor, stockholder, corporation, partnership or any other person, or the levy of any attachment, execution or other process upon or against any property of said Respondent, or the taking or attempting to take into possession any property in the possession of the Respondent or of which the Respondent has the right to possession, or the cancellation at any time during the Receivership proceeding herein of any insurance policy, lease or other contract with Respondent, by any of such parties as aforesaid, other than the Receiver designated as aforesaid, or the termination of telephone, electric, gas or other utility service to Respondent, by any public utility, without obtaining prior approval thereof from this Honorable Court, in which connection said Receiver shall be entitled to prior notice and an opportunity to be heard, are hereby restrained and enjoined until further Order of this Court.

15. The foregoing paragraph does not stay the exercise of rights of a party to a swap agreement, securities contract, repurchase agreement, commodity contract, forward contract or master netting agreement, as those terms are defined in the federal Bankruptcy Code, to the extent that a court would not have the power to stay the exercise if Defendant were a debtor under the Bankruptcy Code.

16. That Notice be given of the entry of this order by the Clerk of this Court by publication of a copy of the annexed Receivership Notice in the *Providence Journal* on or before August 29, 2020, and by the Receiver mailing on or before September 9, 2020, a copy of said Receivership Notice to each creditor and stockholder of said Respondent known as such to the Receiver, or appearing as such on the books of said Respondent, addressed to each such stockholder or creditor at his last known address.

17. This Order is entered by virtue of and pursuant to this Court's equity powers and pursuant to its powers as authorized by the laws and statutes of the State of Rhode Island.

ENTERED as an Order of this Court this 7th day of August, 2020.

BY ORDER:

ENTER:



Associate Justice **Richard Licht**

Associate Justice



Clerk, Superior Court
Michael C. Rampone

Deputy Clerk

O&P
OLENN & PENZA

ATTORNEYS AT LAW - LLP

530 GREENWICH AVE

WARWICK, RI 02886

PHONE (401) 737-3700

FAX (401) 737-5499

WWW.OLENN-PENZA.COM

September 8, 2020

TO CREDITORS AND OTHER PARTIES IN INTEREST:

Re: JML Courier Services, LLC
Our File No. 7491/9

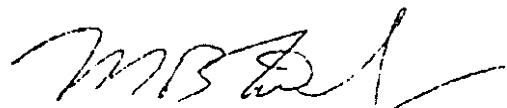
On August 7, 2020, the Rhode Island Superior Court, sitting in Kent County, entered an Order Appointing Permanent Receiver ("Permanent Receiver Order"), pursuant to which Michael B. Forte, Jr. was appointed Permanent Receiver of JML Courier Services, LLC a/k/a JML Enterprises ("JML"). A copy of the Order Appointing Permanent Receiver is enclosed.

Under the Permanent Receiver Order, creditors of JML must file their Proofs of Claim with the Receiver on or prior to December 7, 2020 or they will not be entitled to distributions on account of their claims.

You may have previously received a Notice of the appointment of Michael B. Forte, Jr. as Temporary Receiver, with an enclosed Proof of Claim form. If you have already filed a proof of claim, you do not need to file a second proof of claim.

If you need a Proof of Claim form, or if you have any questions regarding any aspect of the foregoing, please feel free to contact the undersigned.

Very truly yours,



Michael B. Forte, Jr.

mbf@olenn-penza.com

Temporary Receiver of
JML Courier Services, LLC, Inc.

MBF:lml \Corres\74919 7 To Creditors Re Perm Rcvr 9-8-20
Enclosures

MBF:ljc 7491/9 \Pleadings\74919 14 Order Re Permanent Recvr 7-21-20

STATE OF RHODE ISLAND
KENT, SC

SUPERIOR COURT OUT-COUNTY
BUSINESS CALENDAR

DAVID BAINER

VS.

JML COURIER SERVICES, LLC

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C.A. NO. KC-2020-0403

ORDER APPOINTING PERMANENT RECEIVER

This cause came to be heard on the Petition for Appointment of Receiver for the Respondent, and it appearing that the notice provided by the Order of this Court previously entered herein has been given, and upon consideration thereof, it is hereby

ORDERED, ADJUDGED AND DECREED:

1. That for the purposes of this order, wherever the word defendant or respondent is used, that term shall include JML Courier Services, LLC a/k/a JML Enterprises.
2. That Michael B. Forte, Jr., Esq., of Olenn & Penza, LLP, of Warwick, Rhode Island, be and hereby is appointed Permanent Receiver (the "Receiver") of Respondent, and of all the estate, assets, effects, property and business of Respondent of every name, kind, nature and description, with all the powers conferred upon the Receiver by the Rhode Island General Laws, by this order, or otherwise, and with all powers incidental to the Receiver's said Office.
3. That said Receiver shall, no later than five (5) days from the date hereof, file herein a bond in the amount of \$10,000 with corporate surety thereon authorized to do business in the State of Rhode Island, conditioned that the Receiver will well and truly perform the duties of said office.
4. That said Receiver be and hereby is authorized, empowered and directed to take possession and charge of said estate, assets, effects, property and business of the Respondent, including cash surrender value of any insurance owned by Respondent, and to preserve the same, and is hereby vested with title to the same; to collect and receive the debts, property and other assets and effects of said Respondent, including such cash surrender value, with full power to prosecute, defend, adjust and compromise all claims and suits of, by or against said Respondent, and to appear, intervene or become a party in all suits, actions or proceedings relating to said estate, assets, effects and property as may in the judgment of the Receiver be necessary or desirable for the protection, maintenance and preservation of the property and assets of said Respondent.

5. That this appointment is made in succession to the appointment of Temporary Receiver heretofore made by order of this Court, and the Receiver shall take and be vested with the title to all assets, property and choses-in-action which have heretofore accrued to the Temporary Receiver with power to confirm and ratify in writing such agreements as are entered into by such Temporary Receiver, and to carry out and perform the same.

6. That the Receiver is authorized, in the Receiver's discretion, to continue the business of the Respondent until further order of this Court, and to employ such persons as may be desirable for the foregoing purposes (except that the Receiver shall first obtain *ex parte* approval to hire attorneys, accountants and turnaround professionals) and, in connection therewith, to use such moneys as shall come into the Receiver's hands and possession, as far as the same shall be necessary, for the above purposes and for continuing the business of said Respondent until further Order of this Court.

7. That the Receiver is authorized to incur expenses for goods and services, and to purchase for cash such merchandise, supplies and materials as in the Receiver's discretion may be desirable or necessary for continuance of the business of the Respondent.

8. That said Receiver be and hereby is authorized and empowered to sell, transfer and convey said Receiver's right, title and interest and the right, title and interest of said Respondent in and to any real property or personal property, tangible or intangible, for such sum or sums of money as to said Receiver appears reasonable and proper, at private sale or sales, provided, however, that approval is first given for such sale or sales by this Court on *ex parte* application by the Receiver, or after such notice as the Court may require.

9. That the Receiver is hereby authorized and empowered to sell at public auction any or all of the assets referred to in Paragraph 8. The Receiver is also authorized to engage an auctioneer and to insert such display ads within or without the State of Rhode Island as the Receiver deems proper advertising for such sale. Such a public auction sale conducted by said Receiver in accordance with the provisions of this paragraph shall be considered and is hereby declared to be a commercially reasonable sale, and such sale shall constitute compliance with the requirements of a commercially reasonable sale as set forth in Article 9 of the Uniform Commercial Code as enacted in Rhode Island.

10. That said Receiver be, and hereby is, authorized and empowered, as soon as there are sufficient funds available, to pay all City, State and United States taxes of any kind, nature and description, including withholding taxes, as well as wages due employees, with such employees being relieved of the necessity of filing claims with the Receiver unless the amount paid or shown on the books of the Respondent is not acceptable to any employee, in which case said employee may file his/her claim in the same manner as other creditors.

11. That in fulfillment of the reporting requirements set forth in Rule 66(e) of the Superior Court Rules of Civil Procedure, the Receiver shall file with the Court the Reports referred to in said Rule, as and when the Receiver deems necessary or advisable under the circumstances or, in any event, as and when required by Order of this Court. In addition, the Receiver shall file with the Court, on or before May 1 and October 1 of each year, a Receivership Control Calendar Report in accordance with Rhode Island Superior Court Administrative Order No. 98-7.

12. That the Receiver shall continue to discharge said Receiver's duties and trusts hereunder until further order of this Court; that the right is reserved to the Receiver and to the parties hereto to apply to this Court for any other or further instructions to said Receiver, and that this Court reserves the right, upon such Notice, if any, as it shall deem proper, to make such further orders herein as may be proper, and to modify this Order from time to time.

13. All creditors or other claimants hereby are ordered to file under oath with the Receiver at Olenn & Penza, LLP, 530 Greenwich Avenue, Warwick, Rhode Island 02886, on or before **December 7, 2020**, a statement setting forth their claims, including, but without limiting the generality of the foregoing, the name and address of the claimant, the nature and amount of such claim, a statement of any security or lien held by the claimant to which such claimant is or claims to be entitled, and also a statement as to any preference or priority which the claimant claims to be entitled to over the claims of any other or all other claimants or creditors.

14. Except as provided in paragraph 15 below, that the commencement, prosecution or continuance of the prosecution of any action, suit, arbitration proceeding, hearing, or any foreclosure, reclamation or repossession proceeding, both judicial and non-judicial, or any other proceeding, in law, or in equity or under any statute, or otherwise, against said Respondent or any of its property, in any Court, agency, tribunal or elsewhere, or before any arbitrator, or otherwise by any creditor, stockholder, corporation, partnership or any other person, or the levy of any attachment, execution or other process upon or against any property of said Respondent, or the taking or attempting to take into possession any property in the possession of the Respondent or of which the Respondent has the right to possession, or the cancellation at any time during the Receivership proceeding herein of any insurance policy, lease or other contract with Respondent, by any of such parties as aforesaid, other than the Receiver designated as aforesaid, or the termination of telephone, electric, gas or other utility service to Respondent, by any public utility, without obtaining prior approval thereof from this Honorable Court, in which connection said Receiver shall be entitled to prior notice and an opportunity to be heard, are hereby restrained and enjoined until further Order of this Court.

15. The foregoing paragraph does not stay the exercise of rights of a party to a swap agreement, securities contract, repurchase agreement, commodity contract, forward contract or master netting agreement, as those terms are defined in the federal Bankruptcy Code, to the extent that a court would not have the power to stay the exercise if Defendant were a debtor under the Bankruptcy Code.

16. That Notice be given of the entry of this order by the Clerk of this Court by publication of a copy of the annexed Receivership Notice in the *Providence Journal* on or before August 29, 2020, and by the Receiver mailing on or before September 9, 2020, a copy of said Receivership Notice to each creditor and stockholder of said Respondent known as such to the Receiver, or appearing as such on the books of said Respondent, addressed to each such stockholder or creditor at his last known address.

17. This Order is entered by virtue of and pursuant to this Court's equity powers and pursuant to its powers as authorized by the laws and statutes of the State of Rhode Island.

ENTERED as an Order of this Court this **7th** day of **August**, 2020.

BY ORDER:

ENTER:



Associate Justice **Richard Licht**

Associate Justice



Clerk Superior Court
Michael C. Rampioni

Deputy Clerk

STATE OF RHODE ISLAND
KENT, SC

SUPERIOR COURT
OUT-COUNTY BUSINESS CALENDAR

DAVID BAINER

VS.

C.A. NO. KC-2020-0403

JML COURIER SERVICES, LLC

RECEIVERSHIP PROOF OF CLAIM FORM

I, _____, being duly sworn, depose and say:
(Check a, b or c)

a. _____ (INDIVIDUAL) I am the claimant herein.

b. _____ (PARTNERSHIP) I am a partner of _____ which is the claimant herein.

c. _____ (CORPORATION) I am an officer, to wit, _____ (title), of
_____ (name of corporation) which is the claimant herein.

The full address of the claimant is _____
(complete address, including zip code).

That on May 8, 2020, JML Courier Services, LLC, lately doing business at 71 Dewey Avenue, Suite A, Warwick, RI 02886, did owe and still does owe the claimant a balance of \$ _____, a statement of which account is attached hereto. **(Please attach all invoices, contracts and other documents in support of your claim.)**

That such account is just, true and correct, and said balance is now due claimant from debtor.

That no part thereof has been paid or satisfied, and that there are no set-offs, or counterclaims thereto, to the knowledge or belief of deponent, and that no security exists for said debt.

That the attorneys named on this Proof of Claim are hereby made and constituted attorneys for all purposes whatsoever in connection with this claim with full power of substitution (if an attorney is filing for you).

(Signature of Claimant)

STATE OF _____
COUNTY OF _____

Subscribed and sworn to before me on this _____ day of _____, 2020.

Notary Public
My Commission Expires: _____

Please send this Proof of Claim, and any documentation supporting your claim, to: Michael Forte, Receiver, Olenn & Penza, LLP, 530 Greenwich Avenue, Warwick, RI 02886.

STATE OF RHODE ISLAND
KENT, SC

SUPERIOR COURT
OUT-COUNTY BUSINESS CALENDAR

DAVID BAINER

VS.

JML COURIER SERVICES, LLC

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C.A. NO. KC-2020-0403

OPT IN FOR ELECTRONIC NOTICE

I hereby consent to receive all documents of the above receivership by electronic mailing at this designated email address: _____.

Individual or Entity Name: _____

By: _____

Signature

(Print Name) _____