

IN THE CIRCUIT COURT OF THE 11TH
 JUDICIAL CIRCUIT IN AND FOR
 MIAMI-DADE COUNTY, FLORIDA

In re Assignment for the Benefit of Creditors of: COMPLEX BUSINESS LITIGATION
 DIVISION

FRANKLIN MINT ONLINE, LLC, a Delaware limited liability company, Case No.

Assignor,

To:

JOSEPH J. LUZINSKI,

Assignee.

_____ /

PETITION COMMENCING ASSIGNMENT FOR THE BENEFIT OF CREDITORS

Joseph J. Luzinski (the “Assignee”), solely as the Assignee for the benefit of creditors of FRANKLIN MINT ONLINE, LLC, a Delaware limited liability company (the “Assignor”) and not individually, by and through his undersigned counsel and in accordance with Florida Statutes § 727.104(2)(b), files this Petition Commencing Assignment for the Benefit of Creditors, and states as follows:

1. This is a Petition for the Assignment for the Benefit of Creditors. This Court has jurisdiction of this case in accordance with the provisions of Chapter 727 of the Florida Statutes.
2. On April 4, 2024, the Assignee accepted delivery of an irrevocable Assignment for the benefit of creditors from the Assignor (the “Assignment”). A copy of the Assignment including the Verification of Assignment and Schedules by Assignor, Acceptance by Assignee, Schedule A (Creditor List), and Schedule B (List of Assets), is attached hereto as **Exhibit A**.
3. The Assignor has its principal place of business at 1680 Michigan Ave., Ste. 700, Miami Beach, Miami-Dade County, Florida 33139.



4. The Assignee's office is located at Development Specialists, Inc., 500 E. Broward Boulevard, Suite 1700, Fort Lauderdale, Broward County, Florida 33394.

5. The Assignor is indebted to creditors, is unable to pay its debts, and through this Assignment seeks to provide for the payment of said debts within its resources.

WHEREFORE, the Assignee respectfully requests the Court take jurisdiction of this Assignment for the Benefit of Creditors and for any further relief the Court deems just and proper.

Dated: April 10, 2024

BERGER SINGERMAN LLP
Proposed Counsel for Assignee
1450 Brickell Avenue, Suite 1900
Miami, FL 33131
Telephone: (305) 755-9500
Facsimile: (305) 714-4340

By: /s/ Brian G. Rich

Paul Steven Singerman
Florida Bar No. 378860
singerman@bergersingerman.com
Brian G. Rich
Florida Bar No. 38229
brich@bergersingerman.com
Samuel J. Capuano
Florida Bar No. 90946
scapuano@bergersingerman.com

EXHIBIT A

ASSIGNMENT FOR THE BENEFIT OF CREDITORS

THIS ASSIGNMENT is made this ___ day of February, 2024, between FRANKLIN MINT ONLINE, LLC, with a principal place of business at 1680 Michigan Ave, Suite 700, Miami Beach, FL 33139, hereinafter "Assignor", and Joseph J. Luzinski of Development Specialists Inc., with a principal place of business located at 500 West Cypress Creek Road, Suite 400, Fort Lauderdale, Florida 33309, hereinafter "Assignee".

WHEREAS, the Assignor has been engaged in the business of ecommerce.

WHEREAS, the Assignor is indebted to creditors, as set forth in Schedule A annexed hereto, is unable to pay its debts as they become due, and is desirous of providing for the payment of its debts, so far as it is possible by an assignment of all of its assets for that purpose.

NOW, THEREFORE, the Assignor, in consideration of the Assignee's acceptance of this Assignment, and for other good and valuable consideration, hereby grants, assigns, conveys, transfers, and sets over, unto the Assignee, his successors and assigns, all of its assets, except such assets as are exempt by law from levy and sale under an execution, including, but not limited to, all real property, fixtures, goods, stock, inventory, equipment, furniture, furnishings, accounts receivable, bank deposits, cash, promissory notes, cash value and proceeds of insurance policies, claims and demands belonging to the Assignor, and all books, records, and electronic data pertaining to all such assets, wherever such assets may be located, hereinafter the "Estate", as which assets are, to the best knowledge and belief of the Assignor, set forth on Schedule B annexed hereto.

The Assignee shall take possession of, and protect and preserve, all such assets and administer the Estate in accordance with the provisions of Chapter 727, Florida Statutes, and shall liquidate the assets of the Estate with reasonable dispatch and convert the Estate into money,

collect all claims and demands hereby assigned as may be collectible, and pay and discharge all reasonable expenses, costs, and disbursements in connection with the execution and administration of this Assignment from the proceeds of such liquidation and collections.

The Assignee shall then pay and discharge in full, to the extent that funds are available in the Estate after payment of administrative expenses, costs, and disbursements, all of the debts and liabilities now due from the Assignor, including interest on such debts and liabilities. If funds of the Estate shall not be sufficient to pay such debts and liabilities in full, the Assignee shall pay from funds of the Estate, such debts and liabilities, on a pro rata basis and in proportion to their priority as set forth in Section 727.114, Florida Statutes. If all debt and liabilities are paid in full, any funds of the Estate remaining shall be returned to the Assignor.

To accomplish the purpose of this Assignment, the Assignor hereby appoints the Assignee its true and lawful attorney, irrevocable, with full power and authority to do all acts and things which may be necessary to execute the Assignment hereby created; to demand and recover from all persons all assets of the Estate; to sue for the recovery of such assets; to execute, acknowledge, and deliver all necessary deeds, instruments, and conveyances; and to appoint one or more attorneys, under him to assist him in carrying out his duties under the Assignment.

The Assignor hereby authorizes the Assignee to sign the name of the Assignor to any check, draft, promissory note, or other instrument in writing which is payable to the order of the Assignor, or to sign the name of the Assignor to any instrument in writing, whenever it shall be necessary to do so, to carry out the purpose of this Assignment.

The Assignee hereby accepts the trust created by the Assignment and agrees with the Assignor that the Assignee will faithfully and without delay carry out its duties under this Assignment.

WITNESSES:

Matt Bully Brett Bietz
Richard Field Richard Field

ASSIGNOR:

FRANKLIN MINT ONLINE, LLC

Maya Bur
By: Maya Burkenroad
Title: Authorized Signatory

WITNESSES:

Mor Avin Mor Avin
Bryano Grandison Bryano Grandison

ASSIGNEE:

Joseph Luzinski

Joseph Luzinski

STATE OF VIRGINIA)

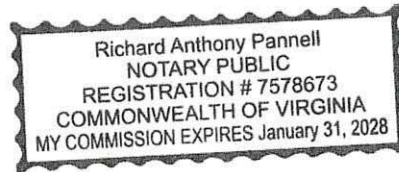
COUNTY OF AUGUSTA)

I hereby certify that on this 13th day of February 2024, an officer duly authorized in this State and County to take acknowledgments, personally appeared Maya Burkenroad, Authorized Signatory, duly authorized for and on behalf of FRANKLIN MINT ONLINE, LLC as **ASSIGNOR**, and not individually. He/she is personally known to me or has produced PRDL# [REDACTED] as identification, and who executed the foregoing instrument or he acknowledged before me that he/she executed same in such capacity.

My commission expires:

01/31/2028


Notary Public

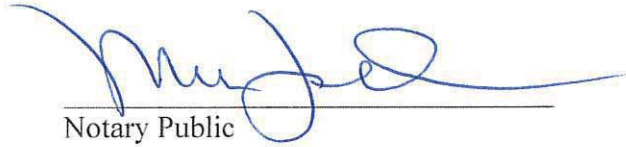


STATE OF FLORIDA)

COUNTY OF BROWARD)

I hereby certify that on this 14th day of April ~~February~~ 2024 an officer duly authorized in this State and County to take acknowledgments, personally appeared Joseph Luzinski of Development Specialists Inc. as **ASSIGNEE**. He is personally known to me or has produced _____ as identification, who executed the foregoing instrument or acknowledged before me that he executed same.

My commission expires:

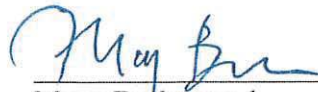


Notary Public



VERIFICATION OF ASSIGNMENT AND SCHEDULES BY ASSIGNOR

The undersigned, Maya Burkenroad, as Authorized Signatory of FRANKLIN MINT ONLINE, LLC, hereby verifies the Assignment for the Benefit of Creditors (the "Assignment") of all of its rights, title and interest in and to all of its assets, as indicated on the Schedules to that Assignment as filed with this Court on February ____, 2024, and further verifies each of the facts set forth in the Schedules annexed to the Assignment to the best of my knowledge and belief.



Maya Burkenroad
Authorized Signatory of FRANKLIN MINT
ONLINE, LLC

STATE OF VIRGINIA)

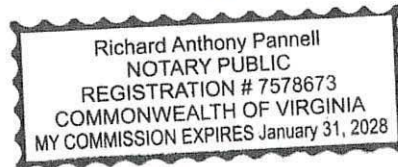
COUNTY OF AUGUSTA)

Sworn to and subscribed on this 13th day of February 2024, by Maya Burkenroad as Authorized Signatory of FRANKLIN MINT ONLINE, LLC, the Assignor, who is personally known to me or has produced PRDC # [REDACTED] as identification and who did take an oath as to the truth of the facts contained in the foregoing Assignment and Schedules.

My commission expires:

01/31/2028



Notary Public

ACCEPTANCE BY ASSIGNEE

The undersigned, Joseph Luzinski of Development Specialists Inc., the Assignee herein, duly acknowledges that the Assignee accepts delivery of the Assignment and that he or she will duly perform the duties imposed upon the Assignee pursuant to chapter 727, Florida Statutes.



Joseph Luzinski, Assignee

STATE OF FLORIDA)
COUNTY OF BROWARD)

Sworn to and subscribed on this 4th day of April, 2024, by Joseph Luzinski of Development Specialists Inc., Assignee, who is personally known to me or has produced _____ as identification.

My commission expires MAR 26, 2025

Notary Public



SCHEDULE A – CREDITOR LIST

1. **SECURED CREDITORS:**
Name Address Amount Collateral Whether or not disputed
See attached FRANKLIN MINT ONLINE, LLC Schedule A Support.

2. **WAGES OWED:**
Name Address Amount Whether or not disputed
See attached FRANKLIN MINT ONLINE, LLC Schedule A Support.

3. **CONSUMER DEPOSITS:**
Name Address Amount Whether or not disputed
See attached FRANKLIN MINT ONLINE, LLC Schedule A Support.

4. **LIST OF ALL TAXES OWED:**
Name Address Amount Whether or not disputed
See attached FRANKLIN MINT ONLINE, LLC Schedule A Support.

5. **UNSECURED CLAIMS OWED:**
Name Address Amount Whether or not disputed
See attached FRANKLIN MINT ONLINE, LLC Schedule A Support.

6. **LEASES:**
See attached FRANKLIN MINT ONLINE, LLC Schedule A Support.

7. **OWNERS OR SHAREHOLDERS:**
Name Address Percentage of ownership
See attached FRANKLIN MINT ONLINE, LLC Schedule A Support.

8. **LIST ALL PENDING LITIGATION AND OPPOSING COUNSEL OF RECORD:**
Style Parties Opposing Counsel of Record.
See attached FRANKLIN MINT ONLINE, LLC Schedule A Support.

Schedule A1: Secured Creditors (as of 2.13.2024)
None.

Schedule A2: Wages Owed (as of 2.13.2024)

None.

Schedule A3: Consumer Deposits (as of

None.

Schedule A4: Taxes (as of 2.13.2024)

State	Dept	Address	Email Address	Total Open Balance	Disputed Amount/ Payment Plan?
Florida	Department of Revenue	Department of Revenue; PO Box 6510; Tallahassee; Florida			<input type="checkbox"/>
Massachusetts	UI	360 Merrimack St, Lawrence, MA 01843	UIEmployerReports@dictma.org		<input type="checkbox"/>
State of Florida	Insurance cancellation	Pacific Diversified Insurance Services, 15005 Concord Cr Ste 110, Morgan Hill, CA 95036-5417			<input type="checkbox"/>
Pacific Diversified Insurance Services	Audit	Pacific Diversified Insurance Services, 15005 Concord Cr Ste 110, Morgan Hill, CA 95037			<input type="checkbox"/>
California	Dept of Tax and fee administration	3321 Power Inn Rd. 130 Sacramento CA 95826-893		\$ 9,968.61	<input checked="" type="checkbox"/>
Florida	Dept of Revenue	1415 W Highway 90 STE 115. Lake City 32055-0419 FL		\$ 4,034.37	<input type="checkbox"/>
Maine	Dept of Revenue	Augusta 04332-1060 ME		\$ 4,831.04	<input type="checkbox"/>
Michigan	Dept of Revenue	Lansing 48909-30427 MI		\$ 5,482.90	<input type="checkbox"/>
Minnesota	Dept of Revenue	N. Robert St. St. Paul, MN 55145-0010		\$ 2,100.84	<input type="checkbox"/>
Nebraska	Dept of Revenue	PO BOX 94818 Lincoln, NE 68509-4818		\$ 428.05	<input type="checkbox"/>
New Jersey	Dept of Revenue	Division of Revenue & Enterprise Services P.O. Box 450 Trenton, NJ 08646-0303		\$ 14,880.00	<input type="checkbox"/>
Tennessee	Dept of Revenue	500 Deaderick St. Nashville 37242 TN		\$ 8,574.91	<input type="checkbox"/>
Virginia	Dept of Revenue	400 N 9th St. Richmond 23219 VA		\$ 23.59	<input type="checkbox"/>
Delaware	Division of Corporations	Division of Corporations John G. Townsend Bldg. 401 Federal Street, – Suite 4 Dover, DE 19901		\$ 300.00	<input type="checkbox"/>
Internal Revenue Service	Department of the Treasury Internal Revenue Service Kansas City, MO 64999-0002				<input type="checkbox"/>

Schedule A5: Unsecured Creditors (as of 2.13.2024)

Vendor	Address	Email Address	Total Open	Disputed?
Aaron Thweatt			\$50,000.00	<input type="checkbox"/>
Adel Sayegh			\$300,000.00	<input type="checkbox"/>
Alpeaks - DS			\$423.63	<input type="checkbox"/>
American Coin Treasures dba			\$8,947.36	<input type="checkbox"/>
Amirparviz Davoody			\$50,000.00	<input type="checkbox"/>
Arron Renfrew			\$50,000.00	<input type="checkbox"/>
Bart Claessens			\$50,000.00	<input type="checkbox"/>
Ben Perkins			\$25,000.00	<input type="checkbox"/>
Benjamin Schmidt			\$25,000.00	<input type="checkbox"/>
Bruce St. John			\$250,000.00	<input type="checkbox"/>
Bryan Stahl			\$400,000.00	<input type="checkbox"/>
Bryce Waite			\$50,000.00	<input type="checkbox"/>
Carmen Mize			\$30,000.00	<input type="checkbox"/>
Charles Harker			\$110,000.00	<input type="checkbox"/>
Dave Bishoff			\$100,000.00	<input type="checkbox"/>
Dinesh Gauba			\$125,000.00	<input type="checkbox"/>
Erik Van Horn			\$300,000.00	<input type="checkbox"/>
George Caravousanos			\$100,000.00	<input type="checkbox"/>
Grant Magdovitz			\$50,000.00	<input type="checkbox"/>
Greg Halford			\$60,000.00	<input type="checkbox"/>
Hans Box			\$50,000.00	<input type="checkbox"/>
Heath Ochroch			\$50,000.00	<input type="checkbox"/>
James Cote			\$100,000.00	<input type="checkbox"/>
James L. Jacobs II			\$150,000.00	<input type="checkbox"/>
Jon Jasniak			\$50,000.00	<input type="checkbox"/>
Jonathan Ingram			\$50,000.00	<input type="checkbox"/>
JuanCarlos Redero			\$50,000.00	<input type="checkbox"/>
Justin Donald			\$250,000.00	<input type="checkbox"/>
Kevin Lennil			\$50,000.00	<input type="checkbox"/>
Kinch Reindl			\$100,000.00	<input type="checkbox"/>
Lee Richter			\$100,000.00	<input type="checkbox"/>
makespace.com			\$1,222.99	<input type="checkbox"/>
Marco Robijns			\$75,000.00	<input type="checkbox"/>
Marco Santarelli			\$600,000.00	<input type="checkbox"/>
Matt Petruso			\$100,000.00	<input type="checkbox"/>
Melissa Jane Curtiss			\$50,000.00	<input type="checkbox"/>
Michael Petersen			\$100,000.00	<input type="checkbox"/>
Michael Thomas Taylor			\$25,000.00	<input type="checkbox"/>
Narbik Babakhanian			\$50,000.00	<input type="checkbox"/>
Nick Mofford			\$25,000.00	<input type="checkbox"/>
Ocean Tailer Inc / HomeRoots -			-\$49.23	<input type="checkbox"/>
Parmmeet Singh Chaddha			\$100,000.00	<input type="checkbox"/>
Pavel Novotny			\$100,000.00	<input type="checkbox"/>
Phil Segal			\$20,000.00	<input type="checkbox"/>
Retail Ecommerce Ventures LLC			\$3,926,047.41	<input type="checkbox"/>
Richard Jessop			\$191,000.00	<input type="checkbox"/>
Richard Lysakowski			\$50,000.00	<input type="checkbox"/>
Rose Victoria - DS			\$2,141.00	<input type="checkbox"/>
Rupesh Patel			\$50,000.00	<input type="checkbox"/>
Rustic Deco - DS			\$1,140.42	<input type="checkbox"/>
Safavieh Intl LLC - DS			\$16.91	<input type="checkbox"/>
Sam Wilde			\$50,000.00	<input type="checkbox"/>
Sanjay Panjwani			\$125,000.00	<input type="checkbox"/>
Shawn Sparks			\$100,000.00	<input type="checkbox"/>
Tony Gallina			\$25,000.00	<input type="checkbox"/>
Tracey Hopkins			\$200,000.00	<input type="checkbox"/>
Truman Johnson			\$100,000.00	<input type="checkbox"/>
Vendor:1148 Jasmin Decor - DS			\$95.00	<input type="checkbox"/>
Vendor:1202 John Wind - DS			\$608.00	<input type="checkbox"/>
Vendor:1277 Klaviyo			\$5,909.49	<input type="checkbox"/>

Schedule A5: Unsecured Creditors (as of 2.13.2024)

Vendor	Address	Email Address	Total Open	Disputed?
Vendor:1396 LuvMyJewelry - DS			\$500.00	<input type="checkbox"/>
Vendor:1467 Mastercraft - DS			\$3,160.91	<input type="checkbox"/>
Vendor:1538 Mission Control			-\$51.30	<input type="checkbox"/>
Vendor:1577 Nashville Picks -			\$420.00	<input type="checkbox"/>
Vendor:1639 Numismart - DS			\$873.43	<input type="checkbox"/>
Vendor:1654 Olevian			\$3,288.41	<input type="checkbox"/>
Vendor:1687 OverstockArt - DS			\$3,626.34	<input type="checkbox"/>
Vendor:1888 Riskified			\$611.98	<input type="checkbox"/>
Vendor:193 Artscape - DS			\$2,804.50	<input type="checkbox"/>
Vendor:1948 SafeTGard - DS			-\$332.37	<input type="checkbox"/>
Vendor:196 ASG Memorabilia -			\$3,512.75	<input type="checkbox"/>
Vendor:207 AtrioHill - DS			\$17.19	<input type="checkbox"/>
Vendor:208 Attentive Mobile			\$19,730.29	<input type="checkbox"/>
Vendor:2104 Sophie Jane - DS			\$388.79	<input type="checkbox"/>
Vendor:216 Aurosi - DS			\$250.00	<input type="checkbox"/>
Vendor:218 Authentic Models -			\$268.30	<input type="checkbox"/>
Vendor:230 Axe Heaven - DS			-\$454.05	<input type="checkbox"/>
Vendor:231 Axil - DS			\$11.40	<input type="checkbox"/>
Vendor:2332 Tradefull			\$13.00	<input type="checkbox"/>
Vendor:2356 Trustly Group			\$0.01	<input type="checkbox"/>
Vendor:2393 UPS			\$1,830.32	<input type="checkbox"/>
Vendor:2453 Virtual Worker			\$5,949.01	<input type="checkbox"/>
Vendor:2487 Wendell August			\$910.35	<input type="checkbox"/>
Vendor:2528 WoodTrick - DS			\$14.45	<input type="checkbox"/>
Vendor:2568 Zingz & Thingz - DS			-\$2,410.35	<input type="checkbox"/>
Vendor:260 Beacon Design - DS			\$3,509.00	<input type="checkbox"/>
Vendor:2703 ENESCO LLC - DS			\$1,212.50	<input type="checkbox"/>
Vendor:2705 GiantArt - DS			\$360.05	<input type="checkbox"/>
Vendor:2709 Karen Didion			\$757.68	<input type="checkbox"/>
Vendor:2951 Tree Poetry LLC -			\$31.79	<input type="checkbox"/>
Vendor:3066 Point Two Design			\$159.12	<input type="checkbox"/>
Vendor:331 Bourbon and Bull -			\$290.73	<input type="checkbox"/>
Vendor:372 BucknBear Knives -			\$65.00	<input type="checkbox"/>
Vendor:38 Acme Diecast - DS			\$692.17	<input type="checkbox"/>
Vendor:39 Across the Board -			\$1,089.14	<input type="checkbox"/>
Vendor:416 Century Martial			\$516.73	<input type="checkbox"/>
Vendor:547 Cruise Customs			\$619.20	<input type="checkbox"/>
Vendor:565 D & V Philippines			\$241.30	<input type="checkbox"/>
Vendor:634 Design Toscano - DS			\$4,908.46	<input type="checkbox"/>
Vendor:896 GLD - DS			\$128.40	<input type="checkbox"/>
Vendor:916 Google			\$1.30	<input type="checkbox"/>
Vendor:967 HansonEllis - DS			\$982.47	<input type="checkbox"/>
Vendor:989 Historic Cartoons -			\$142.50	<input type="checkbox"/>
Will Duffy			\$100,000.00	<input type="checkbox"/>
Will Knecht			\$50,000.00	<input type="checkbox"/>

Schedule A6: Leases (as of 2.13.2024)

None.

Schedule A7: Owners/Shareholders (as of 2.13.2024)

<i>Contact Person</i>	<i>Contact Email</i>	<i>Contact Address</i>	Capital Contribution
Atomic Man LLC			
Jerome Maldonado			
Khashayar Rastan			
Paul Kwiatkowski			
Retail Ecommerce Ventures LLC			
SBG FM, LLC			
Schweitzer Alexander			
Scott London			
TL Capital Enterprises LLC			
Tyler Burgardt			

Schedule A8: Pending Litigation and Opposing Counsel

None.

SCHEDULE B - LIST OF ASSETS

List each category of assets and for each give approximate value obtainable for the assets on the date of the Assignment, and address where assets are located.

DESCRIPTION AND LOCATION	LIQUIDATION VALUE AT DATE OF ASSIGNMENT
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I. NONEXEMPT PROPERTY:

1. REAL ESTATE/Legal Description/Street Address/leasehold interests.
None.
2. FURNITURE/FIXTURES:
None.
3. CASH AND BANK ACCOUNTS:
None.
4. INVENTORY:
None.
5. ACCOUNTS RECEIVABLE:
None.
6. EQUIPMENT:
None.
7. PREPAID EXPENSES, including deposits, insurance, rents, and utilities
None.
8. OTHER, including loans to third parties, claims, and choses in action:
None.

II. EXEMPT PROPERTY: