

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

RALPH & RUSSO 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 RALPH & RUSSO 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  
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# **EXHIBIT A**

**ASSIGNMENT FOR THE BENEFIT OF CREDITORS**

THIS ASSIGNMENT is made this \_\_\_ day of February, 2024, between RALPH & RUSSO 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:

Brett Bletz Brett Bletz  
Richard Field Richard Field

ASSIGNOR:

RALPH & RUSSO ONLINE, LLC

Maya Burkenroad  
By: MAYA BURKENROAD  
Title: Chief Risk Officer

WITNESSES:

Mor Avin Mor Avin  
Bryana Grandison Bryana Grandison

ASSIGNEE:

Joseph Luzinski

Joseph Luzinski

STATE OF VIRGINIA )

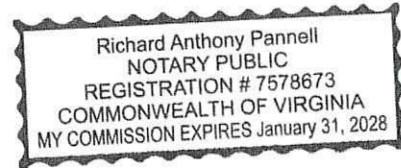
COUNTY OF AUGUSTA )  
I hereby certify that on this 13<sup>th</sup> day of February 2024, an officer duly authorized in this

State and County to take acknowledgments, personally appeared MAYA BURKENROAD, Chief Risk Officer, duly authorized for and on behalf of RALPH & RUSSO ONLINE, LLC as **ASSIGNOR**, and not individually. He/she is personally known to me or has produced

PROD# [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

Richard Anthony Pannell  
Notary Public



STATE OF FLORIDA )

COUNTY OF BROWARD )

I hereby certify that on this 4<sup>th</sup> day of April 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:

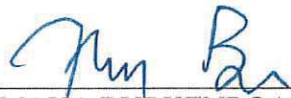
  
\_\_\_\_\_  
Notary Public





**VERIFICATION OF ASSIGNMENT AND SCHEDULES BY ASSIGNOR**

The undersigned, MAYA BURKENROAD, as Chief Risk Officer of RALPH & RUSSO 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  
*Chief Risk Officer of RALPH & RUSSO ONLINE, LLC*

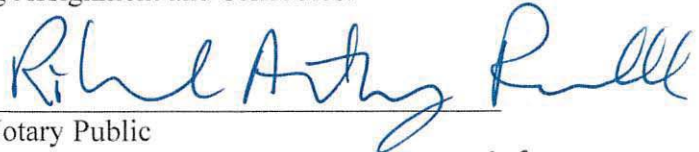
STATE OF VIRGINIA )

COUNTY OF AUGUSTA )

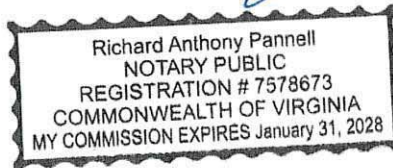
Sworn to and subscribed on this 13<sup>th</sup> day of February 2024, by MAYA BURKENROAD as Chief Risk Officer of RALPH & RUSSO ONLINE, LLC, the Assignor, who is personally known to me or has produced PRDC # [REDACTED] as identification and who did take an oath as to the truth of the facts contained 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.

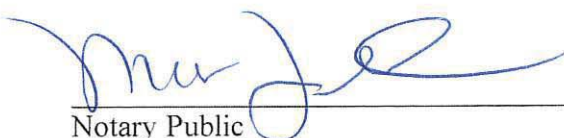
  
\_\_\_\_\_  
Joseph Luzinski, Assignee

STATE OF FLORIDA                    )

COUNTY OF BROWARD                )

Sworn to and subscribed on this 4<sup>th</sup> 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:

  
\_\_\_\_\_  
Notary Public



## SCHEDULE A – CREDITOR LIST

1.    **SECURED CREDITORS:**  
Name           Address       Amount       Collateral       Whether or not disputed  
See attached RALPH & RUSSO ONLINE, LLC Schedule A Support.
  
2.    **WAGES OWED:**  
Name           Address       Amount                               Whether or not disputed  
See attached RALPH & RUSSO ONLINE, LLC Schedule A Support.
  
3.    **CONSUMER DEPOSITS:**  
Name           Address       Amount                               Whether or not disputed  
See attached RALPH & RUSSO ONLINE, LLC Schedule A Support.
  
4.    **LIST OF ALL TAXES OWED:**  
Name           Address       Amount                               Whether or not disputed  
See attached RALPH & RUSSO ONLINE, LLC Schedule A Support.
  
5.    **UNSECURED CLAIMS OWED:**  
Name           Address       Amount                               Whether or not disputed  
See attached RALPH & RUSSO ONLINE, LLC Schedule A Support.
  
6.    **LEASES:**  
See attached RALPH & RUSSO ONLINE, LLC Schedule A Support.
  
7.    **OWNERS OR SHAREHOLDERS:**  
Name           Address                               Percentage of ownership  
See attached RALPH & RUSSO ONLINE, LLC Schedule A Support.
  
8.    **LIST ALL PENDING LITIGATION AND OPPOSING COUNSEL OF RECORD:**  
Style                               Parties                               Opposing Counsel of Record  
See attached RALPH & RUSSO 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 2.13.2024)**

None.

**Schedule A4: Taxes (as of 2.13.2024)**

<b>State</b>	<b>Dept</b>	<b>Address</b>	<b>Total Open</b>	<b>Disputed Amount/</b>
Delaware	Division of Corporations	Division of Corporations	\$ 300.00	FALSE
Internal Revenue Service		Department of the Treasury		FALSE

**Schedule A5: Unsecured Creditors (as of 2.13.2024)**

Vendor	Address	Email Address	Balance
Arron Renfrew			\$100,000.00
Avrohom Scherman			\$50,000.00
Ben Perkins			\$100,000.00
Bill Bruno			\$100,000.00
Bruce Morrill			\$200,000.00
Carmen Mize			\$25,000.00
Chris Schwindt			\$50,000.00
Claude L. Johnson Jr.			\$50,000.00
Cole Maranville			\$50,000.00
Dana McCaulley			\$50,000.00
Darwin Dahlgren			\$100,000.00
Dave Bishoff			\$50,000.00
Dharmesh Vora			\$50,000.00
Douglas Willner			\$100,000.00
Edwin G Hatter			\$50,000.00
Elizabeth Bertagnole			\$100,000.00
Elsie Koh			\$50,000.00
George Caravouanos			\$50,000.00
Jeff Smith			\$100,000.00
Jenna Lamb			\$120,000.00
Justin Donald			\$100,000.00
Marc Gottesdiener			\$25,000.00
Mario Sturion			\$300,000.00
Maulin Patel			\$50,000.00
Mike Dubreuil			\$50,000.00
Narbik Babakhanian			\$90,000.00
Nathan Crockett			\$100,000.00
Nisha Gupta			\$310,000.00
Paul Nash			\$100,000.00
Raj Menon			\$50,000.00
Ravi Kodali			\$50,000.00
Rebecca Pena Reyes			\$100,000.00
Sanjay Panjwani			\$100,000.00
Steven Step			\$50,000.00
Syderek Watson			\$50,000.00
Vinod Gauba			\$50,000.00



**Schedule A6: Leases (as of 2.13.2024)**

None.

**Schedule A7: Owners/Shareholders (as of 2.13.2024)**

Contact Person	Contact Email	Contact Address	Capital Contribution
Atomic Man LLC			TBD
Elsie Koh			\$50,000.00
Jenna Lamb			\$30,000.00
Jose Garibay			\$100,000.00
Kevin Wang			\$50,000.00
Khashayar Rastan			\$100,000.00
Marc Gottesdiener			\$25,000.00
Michael Petersen			\$50,000.00
Retail Ecommerce Ventures LLC			TBD
Richard Jessop			\$100,000.00
Stephen Modell			\$50,000.00
TL Capital Enterprises LLC			TBD

**Schedule A8: Pending Litigation and Opposing**

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.

<b>DESCRIPTION AND LOCATION</b>	<b>LIQUIDATION VALUE AT DATE OF ASSIGNMENT</b>
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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:**