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## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Pure Magic Ice Cream Retail LLC  
Name of Limited Liability Company

Dear Sir or Madam:

The enclosed Articles of Revocation of Dissolution and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

John Eustace

Name of Person

Pure Magic Ice Cream Company, Inc.

Firm/Company

PO Box 421885

Address

Kissimmee, FL 34742

City/State and Zip Code

puremagicicecream@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

John Eustace

Name of Person

at ( 407 )

433 - 9545

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Enclosed is a check for the following amount:



\$100 Filing Fee



\$105 Filing Fee &  
Certificate of Status



\$130 Filing Fee &  
Certified Copy



\$135 Filing Fee,  
Certificate of Status &  
Certified Copy



March 17, 2011

FROM: John W. Eustace, Jr.  
Pure Magic Ice Cream Retail LLC

TO: Florida Division of Corporations

Re: Revocation of Dissolution

Hello:

I am challenging the dissolution of Pure Magic Ice Cream Retail LLC (Doc #L09000058677) and request that the dissolution be revoked and the LLC be reinstated immediately.

John Eustace and Doug Mayhew are active members of the LLC together holding 50% of the company. The actions of the registered agent and managing member, Kristin Spivey, in dissolving Pure Magic Ice Cream Retail LLC were punitive and did not have the full approval or proper consent of the other members of the LLC to dissolve the company, pursuant to Florida Statute 608.441. With full knowledge that there were unresolved disputes between the members, Ms. Spivey used her position as registered agent and managing member to make several untruthful statements in the dissolution amendment in an unauthorized, fraudulent, and illegal attempt to transfer the assets of Pure Magic Ice Cream LLC to her new company Boola Creamery LLC (Doc #P11000016403), registered at the same address (520 N. Main Street, Kissimmee FL) and for which she is also listed as registered agent and managing member.

The majority of the members of Pure Magic Ice Cream Retail LLC assert that Ms. Spivey made untruthful statements in the following cases:

1) Item # 4: Ms. Spivey stated that she was the only remaining member of Pure Magic Ice Cream Retail LLC, which is unequivocally and emphatically not true. John Eustace and Doug Mayhew together hold a 50% share of the LLC, which they have never relinquished, and she did not obtain approval or get proper consent of the remaining members to dissolve this LLC, pursuant to Florida Statute 608.441. In

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fact, she filed this amendment unilaterally, without any consultation of any kind of the remaining members, who were startled by this turn of events.

2) Item #5: Adequate provisions have NOT been made for the debts, obligations, or liabilities of the company in any way. Frankly, this is a great majority of the reason that there is a dispute between the members of the LLC. On August 17, 2010, Ms. Spivey colluded with the landlord (Ms. Spivey's father, Ray Parsons) to lock out the remaining members from the business, a blatant conflict of interest and in clear violation of her responsibility as registered agent and managing member to act in an unbiased manner. In addition, Ms. Spivey has denied the remaining members all access to the business property and all company records and bank accounts in clear violation of her fiduciary responsibility as registered agent and managing member. After the lockout, Ms. Spivey continued to operate the business without any authorization of the remaining members, in violation of the Pure Magic Ice Cream trademark (Doc# T11000000088), keeping all revenues, co-mingling personal and company monies, and obtaining lines of credit in Pure Magic Ice Cream's name. Now she is attempting to illegally transfer all of Pure Magic Ice Cream Retail LLC's assets to herself without authorization or compensation of the remaining members. To this day, the remaining members of Pure Magic Ice Cream LLC are completely in the dark as to the state of the assets, debts, obligations, and liabilities of the company.

3) Item #7: There may not be any pending lawsuits at this time, but Ms. Spivey is fully aware that there is an ongoing and very serious dispute between the members that might very well end up in court. This amendment is a transparent and illegal attempt to dissolve the company, absorb all assets and forensically obscure the evidence in advance of the lawsuit.

4) Item #1: The company name is Pure Magic Ice Cream Retail LLC, not Pure Magic Ice Cream LLC. While it seems like an innocuous mistake, it is actually an intentional attempt on the part of Ms. Spivey to confuse this company with another company, Pure Magic Ice Cream Company, Inc.(Doc # P07000124899), which is wholly owned by the other remaining members of the LLC (John Eustace and Doug Mayhew) and predates this LLC by 19 months. Ms. Spivey has been actively attempting to make the public think that Pure Magic Ice Cream has changed its name to Boola Custom Creamery and/or that Pure Magic Ice Cream has gone out of business, when in fact Pure Magic Ice Cream Company, Inc. has an ongoing and thriving retail and catering business.

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5) Ms. Spivey removed John Eustace and Doug Mayhew from the corporate documents under false pretenses, claiming a non-existent administrative issue and assuring them that the removal would be temporary, and then refused to add their names back on the corporate documents despite numerous requests on our part, and numerous agreements to do so on her part. The fact that John Eustace and Doug Mayhew were no longer on the LLC documents does not affect their ownership position in Pure Magic Ice Cream Retail LLC in any way, and they have asserted their ownership rights in deed and in writing on numerous occasions, specifically stating that they had not relinquished their ownership stake in Pure Magic Ice Cream Retail LLC, and that they are still legal members of the LLC.

In conclusion, the remaining members of Pure Magic Ice Cream LLC request that the dissolution be revoked and Pure Magic Ice Cream Retail LLC be reinstated immediately. Furthermore, given that Ms. Spivey has repeatedly and egregiously abused her position as registered agent and managing member by making numerous unauthorized, unethical, fraudulent, and illegal statements and actions, the remaining members of Pure Magic Ice Cream Retail LLC request that she be removed as registered agent and managing member and replaced by John Eustace as registered agent and managing member, based on a vote of 66% of the membership of the LLC.

I recognize that this is a legal document in the State of Florida and swear to the truthfulness of these statements under penalty of perjury. All statements made in this document are supported by written and/or witness statements and can be produced in a court of law.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "John W. Eustace, Jr.", written over a horizontal line.

John W. Eustace, Jr.  
Member/ Manager  
Pure Magic Ice Cream Retail LLC

CEO/ Founder  
Pure Magic Ice Cream Company, Inc.

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**ARTICLES OF REVOCATION OF DISSOLUTION  
FOR  
FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to section 608.4411, Florida Statutes, this Florida limited liability company revokes its articles of dissolution prior to the expiration of 120 days following the effective date (or file date, if no effective date) of the articles of dissolution:

1. The name of the company is Pure Magic Ice Cream Retail LLC.
2. The document number of the company is L09000058677.
3. The effective date (or file date, if no effective date) of the Articles of Dissolution filed with the Florida Department of State was  
February 28, 2011.
4. The revocation of dissolution was authorized in the same manner as the dissolution on February 28, 2011.

Signatures of the members having the same percentage membership interests necessary to approve the revocation of dissolution:

Signature

  
Douglas R. Mayhew

Typed or Printed Name

John W. Eustace, Jr.

Douglas R. Mayhew

**Filing Fee: \$100.00**

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