

**L19000099906**

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)617-6383

From:

Account Name : WARD, DAMON & POSNER, P.A.  
Account Number : 872262000447  
Phone : (561)842-3000  
Fax Number : (561)842-3626

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**LLC DISSOLUTION OR WITHDRAWAL  
BERESBIT HOLDINGS LLC**

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TALLAHASSEE, FLORIDA

*aseligmeyn@wardddamon.com*

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## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Bereshit Holdings LLC  
(Name of Limited Liability Company)

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

Please return all correspondence concerning this matter to the following:

Adam R. Seligman, Esq.  
(Name of Person)  
Ward Damon  
(Firm/Company)  
4420 Beacon Circle  
(Address)  
West Palm Beach, Florida 33407  
(City/State and Zip Code)

For further information concerning this matter, please call:

Adam R. Seligman, Esq. at (561) 842-3000  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

✓ \$25.00 Filing Fee	\$30.00 Filing Fee & Certificate of Status	\$55.00 Filing Fee & Certified Copy (additional copy is enclosed)	\$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)
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MAILING ADDRESS:  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

STREET/COURIER ADDRESS:  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

FILING FEE: \$25.00

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ARTICLES OF DISSOLUTION  
FOR  
A LIMITED LIABILITY COMPANY

1. The name of a limited liability company is Bereshit Holdings LLC.
2. The Articles of Organization were filed on and assigned document number L19000099906.
3. The delayed effective date the dissolution if not effective on the date of filing:  
N/A.
4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section 605.0707, Florida Statutes:

Dissolution was approved by unanimous consent of the members of the Company.  
The number of votes cast for dissolution was sufficient for approval in accordance  
with the terms of the Articles of Organization and/or Operating Agreement of the  
Company.

5. If there are no members, enter the name and address of the person appointed to wind up the company's activities and affairs: n/a
6. Signature of an authorized person or if there are no members, the signature of the person appointed and listed above to wind up the company's activities and affairs:

Bereshit Holdings LLC

By:   
Harold Matheson, Member

**WRITTEN CONSENT OF THE SOLE DIRECTOR  
AND A MAJORITY OF THE MEMBERS IN  
LIEU OF SPECIAL MEETING OF THE MEMBERS  
PURSUANT TO §605.04073 OF THE  
FLORIDA REVISED LIMITED LIABILITY COMPANY ACT**

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The undersigned, being the sole member in **Bereshit Holdings LLC**, hereby takes the following actions by written consent in lieu of a Special Meeting of the Members:

**RESOLVED**, that the company be liquidated in accordance with the provisions of the Internal Revenue Code of 1954, as amended, and further

**RESOLVED**, that in accordance with such plan of liquidation, the member and the accountant for the company be and they hereby are authorized and directed to:


1. Transfer all of the remaining assets, if any, of the company to the members of the Company.
2. Distribute all the assets subject to any unpaid liabilities in reduction and cancellation of all the outstanding units of the company;
3. File Articles of Dissolution with the Secretary of State in Tallahassee, Florida;
4. File all other forms and documents required by the State of Florida and the Federal Government, including all requisite tax returns, as soon as possible after the distribution of the company assets; and
5. Provide for the payment of any indebtedness owed by the company to any creditors or lienors.

FURTHER RESOLVED, that all actions taken on behalf of this Company by the managing member in connection with the foregoing determination to liquidate and dissolve the company, the possible sale or distribution of its assets, be and the same are hereby ratified and confirmed in all respects.

FURTHER RESOLVED, that for the purposes of facilitating the proving of this Consent as herein provided and for other purposes, this Consent may be executed simultaneously in any number of counterparts, each of which counterparts shall be deemed to be an original. Such counterparts together shall constitute but one and the same Consent.

DATED: August 23, 2021

By:



~~Howard~~ Matheson, sole Member

Harold

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