

P22000052337

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2022 SEP 22 PM 1:50

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A. RAMSEY

SEP 23 2022

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**DATE: 09/22/22**

**NAME: NB HIBISCUS INC.**

**TYPE OF FILING: AMENDMENT**

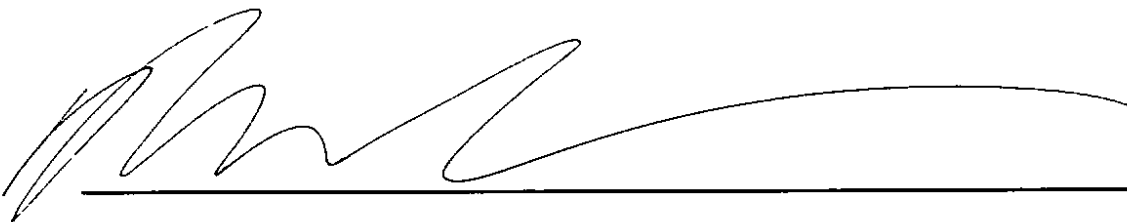
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**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**



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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: NB Hibiscus Inc.

DOCUMENT NUMBER: P22000052337

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Samantha Vidal  
Name of Contact Person  
Lewis Brisbois Bisgaard & Smith LLP  
Firm/ Company  
  
Address  
  
City/ State and Zip Code  
samantha.vidal@lewisbrisbois.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Samantha Vidal at 954 678-4075  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |  |  |   |  |
|--|--|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>is enclosed) |
|--|--|---|--|

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

FILED

2022 SEP 22 AM 11:51

Articles of Amendment  
to  
Articles of Incorporation  
of

NB Hibiscus Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

P22000052337

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

*The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co." A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

**B. Enter new principal office address, if applicable:**  
(Principal office address **MUST BE A STREET ADDRESS**)

**C. Enter new mailing address, if applicable:**  
(Mailing address **MAY BE A POST OFFICE BOX**)

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent \_\_\_\_\_  
\_\_\_\_\_  
(Florida street address)

New Registered Office Address: \_\_\_\_\_, Florida \_\_\_\_\_  
(City) (Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

\_\_\_\_\_  
*Signature of New Registered Agent, if changing*

**Check if applicable**

☐ The amendment(s) is/are being filed pursuant to s. 607.0120 (11) (e), F.S.

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change PT John Doe

☐ Remove V Mike Jones

☒ Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	P	Nicola Kristina Tarja Janushke-Bleicher	
<input type="checkbox"/> Add			
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	PST	Marc Tetzner	23 40 NE 48th Court
<input checked="" type="checkbox"/> Add			Lighthouse Point, FL 3 3 064
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

**E. If amending or adding additional Articles, enter change(s) here:**

(Attach additional sheets, if necessary). (Be specific)

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There is no text or other markings on the paper.

**F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:**

(if not applicable, indicate N/A)

[illegible]

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were adopted by the incorporators, or board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by \_\_\_\_\_."  
(voting group)

Dated 19 September 2022

Signature Nicola Kristina Tarja Januschke-Bleicher  
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Nicola Kristina Tarja Januschke-Bleicher

\_\_\_\_\_  
(Typed or printed name of person signing)

President

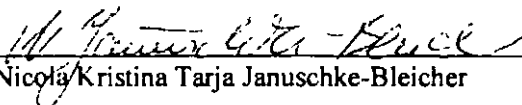
\_\_\_\_\_  
(Title of person signing)

**UNANIMOUS WRITTEN CONSENT  
OF  
THE SHAREHOLDERS  
OF  
NB HIBISCUS INC.**

The undersigned, being the shareholders of NB HIBISCUS INC., a Florida corporation (the "Corporation"), acting pursuant to Section 607.0704 of the Florida Business Corporation Act, as amended, does hereby consent to and take the following actions:

1. Removal of Director. The following named person is hereby removed as a director of the Corporation: Nicola Kristina Tarja Januschke-Bleicher.
2. Approval of Election of Director. The following named person is hereby elected as a director of the Corporation to serve until the first annual meeting of the shareholders or until his respective successor has been elected: Marc Tetzner.
3. Articles of Amendment. Marc Tetzner, as Sole Director of the Corporation, be, and he hereby is, authorized, empowered, and directed to Corporation are authorized and directed to file Articles of Amendment of the Corporation with the Florida Secretary of State reflecting such change in the directors of the Corporation and all other corporate records required by any statute or by-law of the Corporation or deemed by such directors to be advisable, and all actions taken by the directors of the Corporation in connection with the implementation of the foregoing proceedings be, and hereby are, ratified, confirmed and approved a the acts and deeds of the Corporation.

The undersigned, representing all of the Shareholders NB HIBISCUS INC. hereby execute this Unanimous Written Action, effective as of this 19 day of September, 2022 and hereby waive any and all requirements by statute or otherwise, to which notice would be required.

  
By: Nicola Kristina Tarja Januschke-Bleicher

Being the sole shareholder of the above-named Corporation



**UNANIMOUS WRITTEN CONSENT  
OF  
THE BOARD OF DIRECTORS  
OF  
NB HIBISCUS INC.**

The undersigned, being the sole director of NB HIBISCUS INC., a Florida corporation (the "Corporation"), acting pursuant to Section 607.0821 of the Florida Business Corporation Act, as amended, does hereby consent to and take the following actions:

1. Removal of Officers. The following persons are hereby removed from the offices of the Corporation set forth opposite their respective name:

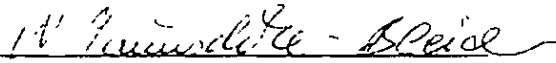
<u>Name</u>	<u>Office</u>
Nicola Kristina Tarja Januschke-Bleicher	President
Nicola Kristina Tarja Januschke-Bleicher	Secretary
Nicola Kristina Tarja Januschke-Bleicher	Treasurer

2. Election of Officers. The following persons are hereby elected to the offices of the Corporation set forth opposite their respective names, each to serve for the term provided in the by-laws of the Corporation:

<u>Name</u>	<u>Office</u>
Marc Tetzner	President
Marc Tetzner	Secretary
Marc Tetzner	Treasurer

3. Articles of Amendment. The officers of the Corporation, be, and hereby are, authorized, empowered, and directed to file Articles of Amendment with the Florida Secretary of State reflecting such change in the officers of the Corporation and all other corporate records required by any statute or by-law of the Corporation or deemed by such officers to be advisable and all actions taken by the officers of the Corporation in connection with the implementation of the foregoing proceedings be, and hereby are, ratified, confirmed and approved a the acts and deeds of the Corporation.

The undersigned, representing all of the Directors NB HIBISCUS INC. hereby execute this Unanimous Written Action, effective as of this 19 day of September, 2022 and hereby waive any and all requirements by statute or otherwise, to which notice would be required.

  
By: Nicola Kristina Tarja Januschke-Bleicher

Being the sole director of the Corporation