

P23000037007

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

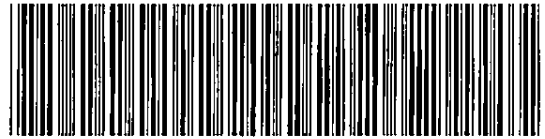
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2024 JUN -5 AM 9:42

TALLAHASSEE, FLORIDA

RECEIVED

2024 JUN -5 AM 11:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CT CORP
(850) 656- 4724
3458 lakesore Drive
Tallahassee, FL 32312

Date: 06/05/2024
Acc#I20160000072

mic DW

Name:	New Bermax Holdings, Inc.
Document #:	
Order #:	15614378 - 1

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
Certified Copy of	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
		Number of Certs:	

Filing: <input checked="" type="checkbox"/>	Certified: <input checked="" type="checkbox"/>
	Plain: <input type="checkbox"/>
	COGS: <input type="checkbox"/>

Email Address for Annual Report Notifications:

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Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ **43.75**

Thank you!

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: New Bermax Holdings, Inc.

DOCUMENT NUMBER: P23000037

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

Please return all correspondence concerning this matter to the following:

ROSS A. CLEVENS

Name of Contact Person

Firm/Company

707 W. EUGALLIE BLVD

Address

MELBOURNE FL 32935

City/State and Zip Code

DRCLEVENS@DRCLEVENS.COM

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

For further information concerning this matter, please call:

ROSS CLEVENS

Name of Contact Person

At (321) 591.1221

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy 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

ARTICLES OF REVOCATION OF DISSOLUTION

Pursuant to section 607.1404, Florida Statutes, this Florida profit corporation 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:

FIRST: The name of the corporation is: New Bernmax Holdings, Inc.

SECOND: The document number of the corporation (if known) is P23000037 CD 7

THIRD: The effective date (or file date, if no effective date) of the Articles of Dissolution filed with the Florida Department of State is March 25, 2024

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.

FOURTH: The Revocation of Dissolution was authorized on May 31, 2024

FIFTH: Adoption of Revocation of Dissolution (check one)

- ☒ The board of directors/incorporation revoked the dissolution.
- ☐ The board of directors revoked the dissolution authorized by the shareholders and revocation was permitted by action by the board of directors alone pursuant to that authorization.
- ☐ The shareholders revoked the dissolution and was authorized by the shareholders in the manner required by this chapter and by the articles of incorporation.

SIXTH: A copy of the Articles of Dissolution is attached.

Signature

(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)

Ross Clevens

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE \$35

FILED
2024 JUN -5 AM 9:42
TALLAHASSEE, FLORIDA

NEW BERMAX HOLDINGS, INC.

FILED

**JOINT WRITTEN CONSENT OF THE BOARD OF DIRECTORS
AND SHAREHOLDERS
IN LIEU OF A MEETING**

TALLAHASSEE, FLORIDA

The undersigned, constituting all of the members of the Board of Directors (the "Board") and all of the shareholders (the "Shareholders") of **NEW BERMAX HOLDINGS, INC.**, a Florida corporation (the "Corporation"), do hereby waive any and all requirements for notice of the time and place, and any special purposes of the organizational meeting of the Board and the Shareholders of the Corporation, and do hereby consent to the adoption of, and does hereby adopt the following resolutions and actions specified herein, pursuant to the provisions of Section 607.0205 and Section 607.0704 of the Florida Business Corporation Act, and hereby directs that this Consent be filed with the minutes of the proceedings of the Corporation, effective as of May 31, 2024:

Articles of Revocation of Dissolution

WHEREAS, Articles of Dissolution of the Corporation were inadvertently filed with the Florida Secretary of State on March 25, 2023 (the "Articles of Dissolution");

WHEREAS, neither the Board nor any of the Shareholders had any intention of dissolving the Corporation; and

WHEREAS, the Board and the Shareholders desire to revoke the Articles of Dissolution by filing Articles of Revocation of Dissolution, the form of which is attached hereto as Exhibit A (the "Articles of Revocation of Dissolution").

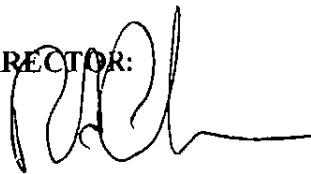
FURTHER RESOLVED, that the President, Treasurer, and Secretary of the Corporation (each a "Designated Officer" and together, the "Designated Officers") be, and each of them hereby is authorized and directed for and in the name and on behalf of the Corporation, to file the Articles of Revocation of Dissolution with the Secretary of State of the State of Florida; and it is

FURTHER RESOLVED, that in addition to and without limiting the foregoing, each of the Designated Officers be, and hereby is authorized to take, or cause to be taken, such further action, and to execute and deliver, or cause to be executed and delivered, for and in the name and on behalf of the Corporation, all such instruments and documents as such Designated Officer deems necessary or appropriate in order to effect the intent of the foregoing resolutions (as conclusively evidenced by the taking of such action or the execution and delivery of such instruments, as the case may be) and all actions heretofore taken by a Designated Officer of the Corporation in connection with the foregoing recitals and resolutions be, and hereby are, approved, ratified and confirmed in all respects as the acts and deeds of the Corporation.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the undersigned directors have executed this written consent, effective as of the date first written above.

DIRECTOR:



Ross A. Clevens

SHAREHOLDERS:

TARA LEIFER CLEVENS 2023
IRREVOCABLE FAMILY TRUST NO. 1



By: _____

Name: Ross A. Clevens

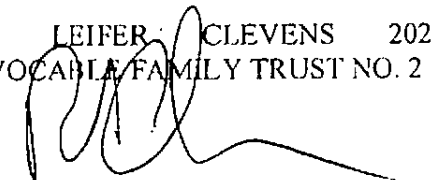
Title: Co-Trustee

By: _____

Name: Charles Ian Nash

Title: Co-Trustee

TARA LEIFER CLEVENS 2023
IRREVOCABLE FAMILY TRUST NO. 2



By: _____

Name: Ross A. Clevens

Title: Co-Trustee

By: _____

Name: Charles Ian Nash

Title: Co-Trustee

IN WITNESS WHEREOF, the undersigned directors have executed this written consent, effective as of the date first written above.

DIRECTOR:

Ross A. Clevens

SHAREHOLDERS:

TARA LEIFER CLEVENS 2023
IRREVOCABLE FAMILY TRUST NO. 1

By: _____
Name: Ross A. Clevens
Title: Co-Trustee

By: _____
Name: Charles Ian Nash
Title: Co-Trustee

TARA LEIFER CLEVENS 2023
IRREVOCABLE FAMILY TRUST NO. 2

By: _____
Name: Ross A. Clevens
Title: Co-Trustee

By: _____
Name: Charles Ian Nash
Title: Co-Trustee

EXHIBIT A: ARTICLES OF REVOCATION OF DISSOLUTION

See attached.

ARTICLES OF REVOCATION OF DISSOLUTION

Pursuant to section 607.1404, Florida Statutes, this Florida profit corporation 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:

FIRST: The name of the corporation is: New Bermax Holdings, Inc.

SECOND: The document number of the corporation (if known) is P23000037.

THIRD: The effective date (or file date, if no effective date) of the Articles of Dissolution filed with the Florida Department of State is March 25, 2024.

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.

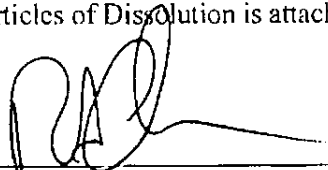
FOURTH: The Revocation of Dissolution was authorized on May 31, 2024.

FIFTH: Adoption of Revocation of Dissolution (check one)

- ☒ The board of directors/incorporation revoked the dissolution.
- ☐ The board of directors revoked the dissolution authorized by the shareholders and revocation was permitted by action by the board of directors alone pursuant to that authorization.
- ☐ The shareholders revoked the dissolution and was authorized by the shareholders in the manner required by this chapter and by the articles of incorporation.

SIXTH: A copy of the Articles of Dissolution is attached.

Signature


(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)

Ross Clemons

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE \$35

FILED
Mar 25, 2024
Secretary of State

ARTICLES OF DISSOLUTION

Pursuant to section 607.1401, Florida Statutes, this Florida corporation submits the following Articles of Dissolution:

- FIRST: The name of the corporation as currently filed with the Florida Department of State:
NEW BERMAX HOLDINGS, INC.
- SECOND: The document number of the corporation: P23000037007
- THIRD: The file date of the articles of incorporation: May 10, 2023
- FOURTH: None of the corporation's shares have been issued.
- FIFTH: No debt of the corporation remains unpaid.
- SIXTH: The net assets of the corporation remaining after winding up, if any, have been distributed.
- SEVENTH: A majority of the incorporators or directors authorized the dissolution.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.155, Florida Statutes.

Signature: ROSS CLEVENS OWNER

Electronic Signature of Signing Officer, Director, Incorporator or Authorized Representative