

P9900004/534

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

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Special Instructions to Filing Officer:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 MAY -9 AM 11:58

FILED

2-1208

Charles F. Goldsmith

Attorney-at-Law

100 Cummings Center, Suite 323-H

Beverly, MA 01915

1-978-927-6177

1-978-927-6232 (fax)

info@cfgoldsmith.com

<http://www.cfgoldsmith.com>

April 16, 2008

By US Mail

Division of Corporations

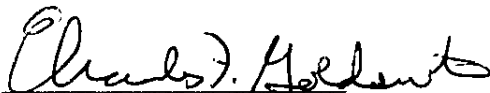
P.O. Box 6327

Tallahassee, FL 32314

Dear Sirs:

I am an attorney representing Minima USA, Inc., an inactive Florida corporation. The corporation was administratively dissolved as of September 15, 2006. Such dissolution was confirmed and ratified by the sole shareholder of Minima USA, Inc., as of December 30, 2007 (see attached original Written Consent of Sole Shareholder). The sole shareholder, also on December 30, 2007, appointed Maurice Timon to be sole director of Minima USA, Inc for purposes of carrying out the liquidation and winding up of the company. As such, Mr. Timon has signed and hereby submits the attached Notice of Corporate Dissolution to inform unknown potential claimants of where and how to process any potential claims against the dissolved company. I also enclose \$35.00 for the filing fee, as instructed on the notice form. Please send acknowledge of your receipt of this filing to me at the above address.

Sincerely,



Charles F. Goldsmith,

Attorney at Law



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 1, 2008

CHARLES F. GOLDSMITH
100 CUMMINGS CENTER
SUITE 323-H
BEVERLY, MA 01915

SUBJECT: MINIMA USA, INC.
Ref. Number: P99000041534

We have received your document for MINIMA USA, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

The Dissolution must comply with F.S. 607.1401 or 607.1403.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6908.

Sylvia Gilbert
Regulatory Specialist II

Letter Number: 908A00027530

RECEIVED
MAY 6 2008
TALLAHASSEE
FLORIDA
STATE

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution of Minima USA, Inc.

DOCUMENT NUMBER: P99000041534

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

Please return all correspondence concerning this matter to the following:

Mr. Charles F. Goldsmith

(Name of Contact Person)

Charles F. Goldsmith, Attorney at Law

(Firm/Company)

100 Cummings Center, Suite 323-M

(Address)

Beverly, MA 01915

(City/State and Zip Code)

For further information concerning this matter, please call:

Charles F. Goldsmith at (978) 927-6177

(Name of Contact Person)

(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)
- (with earlier filing)

MAILING ADDRESS:

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

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following Articles of dissolution:

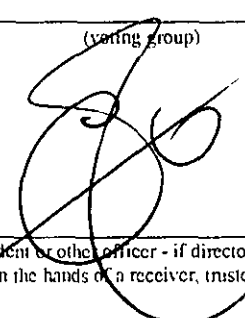
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2008 MAY -9 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- FIRST: The name of the corporation as currently filed with the Florida Department of State:
MINIMA USA, INC.
- SECOND: The document number of the corporation (if known): P99000041534
- THIRD: The date dissolution was authorized: 05/03/1999 12/30/2007
Effective date of dissolution if applicable: 12/30/2007
(no more than 90 days after dissolution file date)
- FOURTH: Adoption of Dissolution (CHECK ONE)
- ☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
- ☐ Dissolution was approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

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

Maurice TIMON

(Typed or printed name of person signing)

DIRECTOR

(Title of person signing)

Filing Fee: \$35

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 607.1407, F.S.

This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: MINIMA USA, INC.

Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the *Articles of Dissolution*. Administrative Dissolution: 09/15/2006
Dissolution Confirmed by Shareholders: 12/30/2007

Description of information that must be included in a claim:

The name of the person or entity making the claim;
The amount of the claim; the nature of the claim,
including a detailed description of the grounds for
the claim and copies of any documentation forming
the basis for a claim.

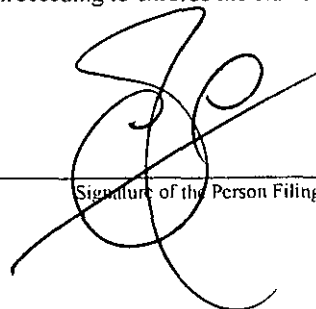
Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

Frank T. Pilotte
Murphy Reid, Pilotte, Ord & Austin
340 Royal Palm Way, Suite 100
Palm Beach, Florida 33480

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice

Maurice TIMON

Printed Name of the Person Filing



Signature of the Person Filing

Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00

**WRITTEN CONSENT IN LIEU OF MEETING
OF THE SOLE SHAREHOLDER OF
MINIMA USA, INC.**

As of this 30th day of December, 2007, SAS MINIMA (formerly known as SA Timon Lunetterie), a company organized in France and the sole shareholder of Minima USA, Inc. (the "Company"), hereby consents to the following resolutions:

RESOLVED: that the administrative dissolution of the Company by the State of Florida effective September 15, 2006 be, and hereby is, confirmed and ratified; and

RESOLVED: that Mr. Maurice TIMON, of 4 Avenue Louis Delage, Linas-Montlhery, France 91310, President and CEO of SAS MINIMA, be, and hereby is appointed Director of the Company for the sole purpose of carrying out the winding up and liquidation of the Company, including the preparing, signing and filing or publishing on behalf of the Company of any notices or documents required to be prepared, signed, filed or published to accomplish the winding up and liquidation of the Company, the payment of any outstanding creditors of the Company and the distribution of all remaining assets to the sole shareholder of the Company; and

RESOLVED: that the effective date of any distribution of assets of the Company to the sole shareholder in connection with the winding up of the Company pursuant to this resolution be deemed to be as of December 30, 2007; and

RESOLVED: that upon the above-appointed Director's completion of the above-mentioned tasks relating to winding up the affairs of the Company, the Director may resign his position of director, which resignation will take effect upon the filing of the relevant resignation notice with the State of Florida; and

RESOLVED: that these resolutions come into effect on the date as of which the sole shareholder of the Company has signed this Written Consent.

SAS MINIMA (formerly known as SA TIMON LUNETTERIE)

By: _____
Name: Maurice TIMON
Title: President and CEO

