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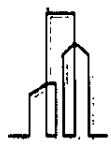
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**MAY, MEACHAM  
& DAVELL P.A.**

ESTABLISHED 1992

ONE FINANCIAL PLAZA, SUITE 2602  
FORT LAUDERDALE, FLORIDA 33394-1697

PHONE: (954) 763-6006  
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WWW.MMDPA.COM

PAUL M. MAY (1954-1999)  
ROBERT C. MEACHAM  
WILLIAM C. DAVELL  
CHRISTOPHER D. BARBER  
CAROLYN B. BROMBACHER  
JEFFREY A. HEGEWALD  
JERRY D. TAMAYO  
JEFFREY S. WOOD

February 17, 2015

*From: lnottestad@mmdpa.com*

Via: Federal Express

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Meat Works, Inc.  
Our File No.: 692.0951479

Dear Sir or Madam:

Enclosed are the Articles of Dissolution of Meat Works, Inc. and our check in the amount of \$35.00 for the filing fees. Please file with the Department of State as soon as possible.

Very truly yours,

Linda Nottestad, CP, FRP

Enclosures

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION  
OF  
MEAT WORKS, INC.**

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of this corporation is MEAT WORKS, INC.
2. The effective date of the dissolution of MEAT WORKS, INC. is December 14, 2014.
3. The dissolution was approved by the majority of the shareholders as evidenced by the executed Shareholders' Written Consent to Dissolution ("Shareholders' Consent") attached hereto.
4. The names and respective addresses of its Directors are:

Scott Van De Bogart, Director  
1551 Southwest 15<sup>th</sup> Avenue  
Fort Lauderdale, Florida 33312

Craig J. Duncan, Director  
933 Northwest 18<sup>th</sup> Avenue  
Boca Raton, Florida 33486

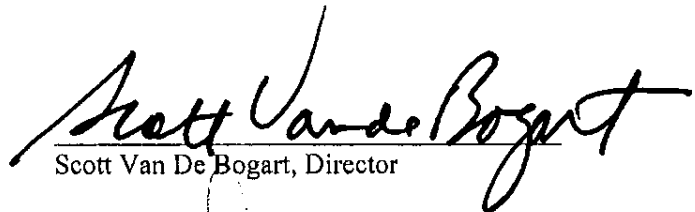
Pamela M. Balin, Director  
2820 Northeast 6<sup>th</sup> Street  
Pompano Beach, Florida 33062

Steven F. Daniel, Director  
865 Northwest 124<sup>th</sup> Avenue  
Coral Springs, Florida 33071


5. All revenues of the Corporation which have been or shall be collected shall be disbursed pursuant to the Plan of Dissolution adopted by the majority of the shareholders as of DECEMBER 14, 2014 (the "Plan of Dissolution").
6. All debts, obligations and liabilities of the corporation have been or will be paid or discharged or adequate provisions have been or will be made for them pursuant to the provisions of the Plan of Dissolution.

This written consent has been signed by the majority of Shareholders of the corporation.

Dated: NOVEMBER 24, 2014

  
\_\_\_\_\_  
Scott Van De Bogart, Director

  
\_\_\_\_\_  
Craig J. Duncan, Director

  
\_\_\_\_\_  
Pamela M. Balin, Director

  
\_\_\_\_\_  
Steven F. Daniel, Director

STATE OF FLORIDA

COUNTY OF Broward<sup>SS.</sup>

I HEREBY CERTIFY that on this 8<sup>th</sup> day of December, 2014, before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared SCOTT VAN DE BOGART, Director, CRAIG J. DUNCAN, Director, PAMELA M. BALIN, Director, and Steven F. Daniel, Director of MEAT WORKS, INC., a Florida corporation, and that they acknowledged executing the foregoing instrument under authority duly vested in them by said corporation and that the seal affixed thereto is the true corporate seal of said corporation.

WITNESS my hand and official seal in the county and state aforesaid this  
24 day of ~~December~~, 2014.  
24 November

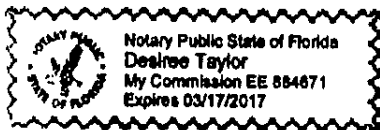
Freha Ahmed  
NOTARY PUBLIC  
Print Name: Freha Ahmed  
Commission No.: EE102153

Notary for Steven Daniel

My commission expires:



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Deanne Taylor  
EE 884671

Notary for  
Craig Duncan  
Scott VanDeBogart  
Pamela Balin

**PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION  
OF  
MEAT WORKS, INC.**

This Plan of Complete Liquidation and Dissolution (the "Plan") is for the purpose of effecting the complete liquidation and dissolution of Meat Works, Inc., a Florida corporation ("Corporation") formerly known as Grand Western Brands, Inc., in line with the applicable provisions of Section 607.1402(6) and 607.0704 of the Florida Statutes and the following:

1. The Corporation has no operations and currently exists solely to collect certain outstanding payments with respect to an asset purchase agreement with Cheney Bros., Inc. and to make distributions to the Shareholders.

2. The Corporation exists solely for the purpose of preserving the value of its assets, adjusting and winding up its business affairs and distributing its assets.

3. Based thereon, the majority of the Directors and Shareholders have elected to dissolve the Corporation.

4. The Dissolution of the Corporation shall become effective on December 8, 2014 (the "Effective Date").

5. The Officers and Directors shall collect all revenues owed to the Corporation.

6. The Officers and Directors shall cause all debts and liabilities of the Corporation to be paid promptly after the date hereof.

7. After payment of all known liabilities, the Officers and Directors shall set aside cash in a reserve fund in an amount estimated by the Officers and Directors to be necessary for the payment of estimated expenses, taxes and contingent liabilities (including expenses of liquidation, dissolution and termination of existence and distribution of assets), and shall distribute the balance of any cash assets of the Corporation pro rata to its shareholders in proportion to the number of shares owned by them.

8. At such time as the Officers and Directors have determined that all revenues have been collected and all liabilities of the Corporation have been paid or provided for, and in any event within thirty six (36) months after the Effective Date, the Officers and Directors shall forthwith cause any funds remaining to be distributed pro rata to its shareholders in proportion to the number of shares owned by them.

9. From and after the date hereof, the Corporation shall not engage in any business activities, except for the purpose of preserving the value of its assets, adjusting and winding up its business affairs and distributing its assets in accordance with this Plan and in line with F.S. 607.1405. The Officers and Directors are vested with all power and authority to carry out the terms, conditions and provisions of the Plan.

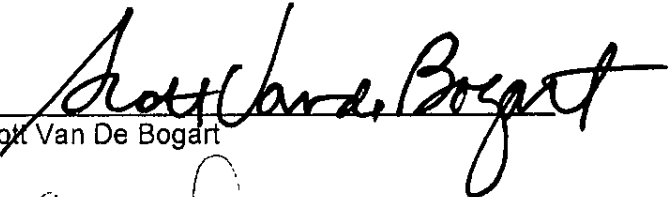
10. This Plan specifically provides that on or before December 31, 2014, the Corporation shall make a distribution of \$95.00 per share to each shareholder, and, in such amounts, as identified on the attached Exhibit "A."

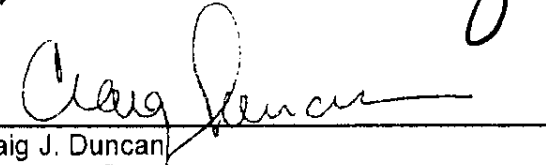
11. In addition, the Corporation, on or before December 31, 2015 and each year through December 31, 2017, the Corporation shall made a distribution to each of the shareholders, and, in such amounts, based upon the revenues collected for each year less the payment of all expenses, costs and/or liabilities for such fiscal year.

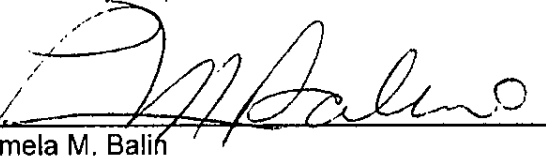
12. This Plan of Dissolution shall terminate on December 31, 2017 ("Plan Termination Date").

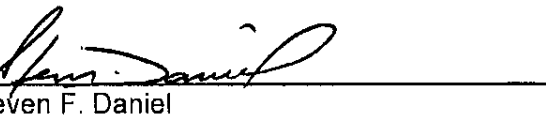
13. As promptly as practicable after the Plan Termination Date, the Corporation shall be dissolved in accordance with the laws of the State of Florida, all tax returns, information returns, and other documents required to be filed with the Internal Revenue Service shall be filed. Attached as Exhibit "B" is the proposed Articles of Dissolution.

ADOPTED by the majority of the Board of Directors of Meat Works, Inc. on the  
8 day of DECEMBER, 2014.

  
\_\_\_\_\_  
Scott Van De Bogart

  
\_\_\_\_\_  
Craig J. Duncan

  
\_\_\_\_\_  
Pamela M. Balin

  
\_\_\_\_\_  
Steven F. Daniel



**ACTION BY WRITTEN CONSENT  
OF THE BOARD OF DIRECTORS OF  
MEAT WORKS, INC.**

The undersigned, being the majority of the Board of Directors of MEAT WORKS, INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), do hereby take the following action by unanimous written consent, pursuant to the provisions of Sections 607.0821 and 607.0704, Florida Statutes:


WHEREAS the majority of the Directors of the Corporation have agreed to dissolve the Corporation effective as of December 14, 2014 ("Dissolution").


NOW THEREFORE, it is

RESOLVED, that all actions by the Directors of this Corporation that the corporate shall dissolve and the Dissolution be and the same hereby are ratified, approved and confirmed in all respects as being in the best interests of the Corporation and its Shareholders.

DIRECTORS

  
\_\_\_\_\_  
Scott Van De Bogart

  
\_\_\_\_\_  
Craig J. Durcan

  
\_\_\_\_\_  
Pamela M. Balin

  
\_\_\_\_\_  
Steven F. Daniel