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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ASR
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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: AMERICAN CORPORATE INVESTMENTS, INC.

DOCUMENT NUMBER: L08288

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

Please return all correspondence concerning this matter to the following:

Rosa Rivaflecha

(Name of Contact Person)

PRS Group

(Firm/Company)

801 Brickell Avenue, 16th Floor

(Address)

Miami, FL 33131

(City/State and Zip Code)

For further information concerning this matter, please call:

Rosa Rivaflecha

(Name of Contact Person)

at (305) 381-8340

(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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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ARTICLES OF DISSOLUTION

OF

2011 NOV 17 PM 4:30

SECRETARY OF STATE
AMERICAN CORPORATE INVESTMENTS, INC. JALLAHASSEE, FLORIDA
(a Florida Corporation)

ARTICLE I

The name of this corporation is **AMERICAN CORPORATE INVESTMENTS, INC.** (the "Corporation").

ARTICLE II

The date dissolution was authorized is October 31, 2011.

ARTICLE III

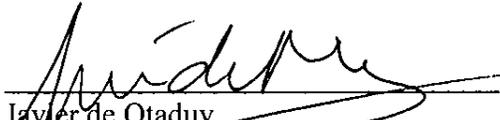
Dissolution of the Corporation was approved by the Unanimous Written Consent of the Board of Directors and the Shareholders and the number of votes cast for dissolution was sufficient for approval.

ARTICLE IV

The effective date of the Corporation's dissolution will be the date that the Articles of Dissolution are filed with the Department of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution of AMERICAN CORPORATE INVESTMENTS, INC. as of October 31, 2011.

AMERICAN CORPORATE INVESTMENTS, INC.



Javier de Otaduy
President

**UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS
AND SHAREHOLDERS OF
AMERICAN CORPORATE INVESTMENTS, INC.
(A Florida Corporation)**

The undersigned, being all of the Directors and the Shareholders of **AMERICAN CORPORATE INVESTMENTS, INC.**, a Florida corporation (the "Corporation"), hereby make the following statement in lieu of holding a special meeting of the board of directors and the shareholders pursuant to the terms of Florida Statutes §§607.0821, 607.0704, 607.1402 and hereby take the following actions and authorize the following resolutions as if voted upon at a meeting of the Directors and Shareholders duly called for the purposes described herein.

1. Dissolution and Liquidation.

WHEREAS, the Board of Directors deems it to be in the best interest of the Corporation and recommends to the Shareholders the voluntary dissolution and liquidation of the Corporation; and

WHEREAS, the Shareholders believe it to be in the best interest of the Corporation to dissolve and liquidate the Corporation.

NOW THEREFORE, BE IT RESOLVED, that the Shareholders hereby authorize the dissolution of the Corporation and that any officer or director of the Corporation is hereby authorized on behalf of the Corporation to take all actions and to file all documents necessary with the Florida Secretary of State to complete the liquidation and dissolution of the Corporation; and

RESOLVED FURTHER, that the Corporation be voluntarily dissolved in accordance with the provisions of Florida Statute §607.1402, effective upon the filing of the Articles of Dissolution with the Secretary of State of Florida; and

RESOLVED FURTHER, that the Board of Directors and Shareholders have reviewed the Articles of Dissolution (the "Articles") of the Corporation (attached hereto as Exhibit A) and hereby approve and confirm the Articles and the actions provided for therein; and

RESOLVED FURTHER, that commencing with the filing of the Articles with the Department of State of the State of Florida, the Corporation shall continue its business only to the extent necessary to collect accounts receivable, maintain sufficient reserves to pay liabilities, and otherwise conduct business consistent with the objective of the Corporation to pay all outstanding liabilities and distribute all remaining assets to its Shareholders and wind up its affairs; and

RESOLVED FURTHER, that the winding up of the business of the Corporation and the distribution of all remaining assets shall be completed not later than one (1) year from the date of the filing of the Articles with the Department of State of the State of Florida; and

RESOLVED FURTHER, that the officers and directors of the Corporation be, and they are, hereby, authorized and directed to take such actions and execute and file such documents as shall be necessary and proper for the orderly dissolution and liquidation of the Corporation in accordance with law; and

RESOLVED FURTHER, that after providing for all proper debts of the Corporation, and to the extent that the assets of the Corporation are sufficient therefore, all remaining assets of the Corporation shall be distributed to the Shareholders; and

RESOLVED FURTHER, that the officers of the Corporation be, and they are, hereby, authorized and directed to pay all fees and taxes and to do or cause to be done all acts and things they may deem necessary or proper in order to carry out the liquidation and dissolution of the Corporation and to fully effectuate the purposes of the foregoing resolutions.

2. General.

RESOLVED FURTHER, that this instrument may be executed in several counterparts or counterpart signature pages, and all so executed shall constitute one Unanimous Written Consent binding on all of the undersigned, notwithstanding that all of the undersigned are not signatories to the original thereof or the same counterpart or counterpart signature page. Counterparts or counterpart signature pages containing facsimile transmitted signatures shall be binding as if original signatures delivered in person; and

RESOLVED FURTHER, that this instrument be, and hereby is, directed to be inserted in the permanent records of the Corporation.

IN WITNESS WHEREOF, the undersigned have executed the foregoing Unanimous Written Consent as of the 31 day of October, 2011.

SOLE DIRECTOR:



Javier de Otaduy

SOLE SHAREHOLDER:

American Corporate Investments, Ltd., a
British Virgin Islands company

By: Worldwide Corporate Services Inc., Ltd.
Director of Sole Shareholder

By: 

Name: Camilo Andrés Mendez Chong

Title: Director

EXHIBIT A

ARTICLES OF DISSOLUTION

See Attached

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