

M04684

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H01000113948 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 205-0380

From:

Account Name : ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA,  
Account Number : 076624003440  
Phone : (305) 444-6226  
Fax Number : (305) 442-4829

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2001 NOV 13 PM 4:17

DISSOLUTION

LUSIADAS, INC.

RECEIVED  
01 NOV 13 AM 7:54  
DIVISION OF CORPORATIONS

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$52.50

*Voluntarily Dissolved*

Electronic Filing Manual

Corporate Filing

Public Access Help

11/13/01

H01000113948 3

ARTICLES OF DISSOLUTION  
OF  
LUSIADAS, INC.

I. The name of this Corporation is LUSIADAS, INC., which was duly incorporated on August 31, 1984, in the State of Florida.

II. The name, title and post office address of each of the officers of the Corporation are as follows:

President and Secretary:  
INACIO ALVES MARINHEIRO  
4445 S.W. 8<sup>th</sup> Street  
Miami, FL 33134

Vice President:  
JOSE A. ALVES MARINHEIRO  
4445 S.W. 8<sup>th</sup> Street  
Miami, FL 33134

Treasurer:  
RAMON ABIN  
4445 S.W. 8<sup>th</sup> Street  
Miami, FL 33134

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2001 NOV 13 PM 4:17

III. All debts, obligations and liabilities of this Corporation have been paid or discharged.

IV. All the remaining property, cash and assets of the Corporation shall be distributed among its shareholders according to their respective rights and interests.

V. There are no actions pending against the Corporation.

VI. The Corporation has elected to dissolve the Corporation pursuant to a special joint action by unanimous written consent of its directors and shareholders. A true copy of the written consent of the directors and shareholders and the resolution to adopt a plan of corporate liquidation is attached hereto and incorporated by reference as Exhibit "A".

H01000113948 3

H01000113948 3

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on the 12<sup>th</sup> day of November, 2001, in Carol Gables, Florida.

LUSIADAS, INC.

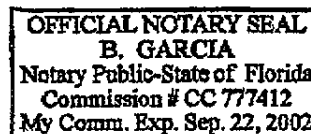
By: Ramon Abin  
Ramon Abin  
Treasurer

STATE OF FLORIDA                     )  
  )  
COUNTY OF MIAMI-DADE            )

Before me personally appeared Ramon Abin, Treasurer of LUSIADAS, INC., who is personally known to me and/or who presented the following identification personally known and who executed the foregoing Articles of Dissolution, and acknowledged before me that she executed these Articles of Dissolution of LUSIADAS, INC., on behalf of the corporation, this 12<sup>th</sup> day of November, 2001.

B. Garcia  
Notary Public

My Commission Expires:



H01000113948 3

EXHIBIT "A"

SPECIAL JOINT ACTION BY UNANIMOUS  
WRITTEN CONSENT OF SHAREHOLDERS AND DIRECTORS OF  
LUSIADAS, INC.

The undersigned being all the stockholders and directors of the above named corporation, a Florida Corporation, do hereby unanimously consent to the following resolutions, taking said action in lieu of meetings, as permitted by statute and the Articles of Incorporation.

RESOLVED AS FOLLOWS:

WHEREAS, the shareholders and directors of the Corporation have determined that it is advisable and beneficial for the Corporation that it be liquidated and dissolved; and

WHEREAS, the shareholders and directors must adopt and hereby adopt a plan of liquidation and dissolution of the Corporation.

RESOLVED, that the following plan of liquidation is adopted to assemble and marshal the assets of the Corporation, pay or make adequate provisions for the creditors and debtors of the Corporation, and apportion the remaining assets among the shareholders according to their respective interests:

1. Within thirty (30) days after the date of this meeting, Counsel for the Corporation shall file Form 966 with the Director, Internal Revenue Service, attaching thereto a certified copy of this resolution, indicating that the stockholders and directors have adopted a plan of complete liquidation pursuant to Section 331 of the Internal Revenue Code of 1986.

2. That the Corporation, by its duly authorized officers, proceed to liquidate the assets of the Corporation and distribute such assets, except those retained to meet certain liabilities, to the stockholders, as an incident to the plan of complete liquidation adopted by stockholders and directors pursuant to Section 331 of the Internal Revenue Code of 1986.

3. That as soon as practical thereafter, Counsel for the Corporation shall file a certificate for the dissolution of the Corporation under appropriate provisions of the state of Florida Corporate Law, and that the officers of the Corporation are hereby authorized to execute any and all documents necessary to effectuate such dissolution.

4. That the officers and directors be and they are hereby empowered, authorized and directed to proceed in accordance with the resolution hereby adopted by the stockholders and directors, said officers and directors being authorized to adopt any subsequent resolutions to effectuate the intent

H01000113948 3

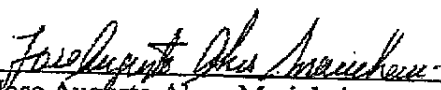
H01000113948 3

of the stockholders and directors to liquidate the Corporation in accordance with the plan of liquidation adopted pursuant to Section 331 of the Internal Revenue Code of 1986.

5. That this consent is signed in counterparts and that all counterparts together shall reflect the consent to the resolution.

In Witness Whereof we have signed this document this 7<sup>th</sup> day of <sup>November</sup>~~October~~, 2001

  
\_\_\_\_\_  
Inacio Alves Marinho  
Shareholder/Director

  
\_\_\_\_\_  
Jose Augusto Alves Marinho  
Shareholder/Director

  
\_\_\_\_\_  
Ramon Abin  
Shareholder/Director