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Division of Corporations
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DIVISION OF CORPORATIONS

DISSOLUTION

HIDDEN INVESTMENTS, INC.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$43.75

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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H04000173189 3

ARTICLES OF DISSOLUTION
OF
HIDDEN INVESTMENTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of this Corporation is HIDDEN INVESTMENTS, INC., which was duly incorporated on 06/28/2000, in the State of Florida.
2. The name, title and post office address of each of the officers of the Corporation are as follows:

President, Secretary, Treasurer:
OTAOLA, CARLOS G Sr.
100 Salzedo Street, Suite 300
Coral Gables, FL 33134
3. All debts, obligations and liabilities of this Corporation have been paid or discharged.
4. All the remaining property, cash and assets of the Corporation shall be distributed among its shareholders according to their respective rights and interests.
5. There are no actions pending against the Corporation.
6. 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".

These Articles of Dissolution signed this 24th day of AUGUST, 2004, in CORAL GABLES, FLORIDA.

Hidden Investments, Inc.

By: 
Carlos G. Otaola Sr.
President/Secretary

H04000173189 3

B04000173189 3

CERTIFIED COPY OF PLAN OF LIQUIDATION
OF
HIDDEN INVESTMENTS, INC.

The undersigned, Directors and Officers of HIDDEN INVESTMENTS, INC., hereby certify that this is a true copy of the plan of liquidation that was adopted by the corporation this 24th day of AUGUST, 2004, as provided for under Florida law.

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 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.

Signed this 24th of AUGUST, 2004, under penalty of perjury.

HIDDEN INVESTMENTS, INC.


By: Carlos G. Otola Sr.
President

B04000173189 3

H04000173189 3

EXHIBIT "A"**SPECIAL JOINT ACTION BY UNANIMOUS
WRITTEN CONSENT OF SHAREHOLDERS AND OFFICERS OF
HIDDEN INVESTMENTS, INC.**

The undersigned, being all the stockholders and officers 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 officers 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 officers 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 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.

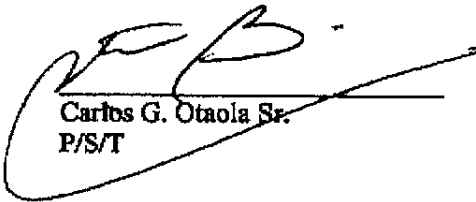
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5. That this consent is signed in counterparts and that all counterparts together shall reflect the consent to the resolution.

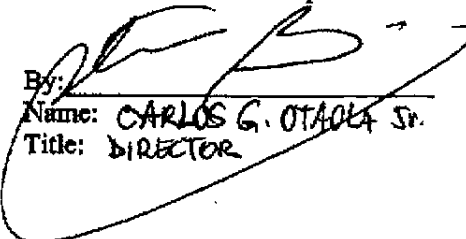
IN WITNESS WHEREOF, I have signed this document this 24th day of AUGUST, 2004.

The Officer:


Carlos G. Otaola Sr.
P/S/T

The Shareholder:

Hidden Investment Group Limited

By: 
Name: CARLOS G. OTAOLA Sr.
Title: DIRECTOR

H04000173189 3