

Division of Corporations

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Attn: Tam Passley

DISSOLUTION OR WITHDRAWAL
UPSHOT, INC.

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ARTICLES OF VOLUNTARY DISSOLUTION**OF****UPSHOT, INC.****ARTICLE I - NAME**

The name of the corporation is UPSHOT, INC. (the "Corporation").

ARTICLE II - DISSOLUTION

1. The original Articles of Incorporation for the Corporation were filed on September 21, 2000, and assigned Charter No. P00000089995.

2. The dissolution of the Corporation was duly authorized, consented to, and unanimously approved by a written consent of the Sole Shareholder and Sole Director of the Corporation dated December 11, 2009. The number of votes cast for dissolution was sufficient for approval.

ARTICLE III - LIABILITIES

All of the Corporation's liabilities have been paid or provided for.

DATED the 11th of December, 2009.

UPSHOT INC., a Florida corporation

By: 

Emerson C. Noble, President

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