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DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

**DISSOLUTION**

**ST. NEVIS OF FLORIDA, INC.**

Certificate of Status	0
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Page Count	05
Estimated Charge	\$35.00

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## ARTICLES OF DISSOLUTION

Pursuant to section 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:  
ST. NEVIS OF FLORIDA, INC.

SECOND: The document number of the corporation (if known): P01000031906

THIRD: The file date the articles of incorporation: March 28, 2001

FOURTH: (CHECK AT LEAST ONE BOX)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FIFTH: No debt of the corporation remains unpaid.

SIXTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SEVENTH: Adoption of Dissolution (CHECK ONE)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signed this 18th day of May, 2005

Signature: 

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

MARCO E. ROJAS

(Typed or printed name of person signing)

DIRECTOR

(Title of person signing)

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TALLAHASSEE, FLORIDA

**CONSENT TO ACTION BY**  
**THE SOLE SHAREHOLDER AND OF SOLE DIRECTOR OF**  
**ST. NEVIS OF FLORIDA, INC.**

The undersigned, being all of the Shareholders and Directors of St. Nevis of Florida, Inc., a corporation duly organized and existing under the laws of the State of Florida (the "Company"), do hereby consent to and take the following action in lieu of a meeting of Shareholders and a meeting of Directors of the Company, to have the same effect as actions taken at duly called meetings of the Shareholders and Directors at which all Shareholders and Directors were present and voting.

**WHEREAS**, the sole Shareholder and Directors of Company believe it to be in the best interest of Company that the Company be completely liquidated and dissolved,

**NOW THEREFORE**, be it:

**RESOLVED**, the Shareholder and Directors approve, authorize and consent to the complete liquidation and dissolution of the Company in accordance with the provisions of Section 607.1403 of the Florida Statutes, as amended and as provided in the Plan of Complete Liquidation attached hereto as Exhibit A (the "Plan") and incorporated herein;

**FURTHER RESOLVED**, the Shareholders and Directors hereby acknowledge that the Shareholders of the Company holds 100% of the total stock of Company; and

**FURTHER RESOLVED**, the Directors of Company are hereby fully authorized to execute any document on behalf of Company to effectuate the complete liquidation of Company; and

**FURTHER RESOLVED**, the Directors shall perform all acts necessary for Company to timely comply with the attached Plan of Complete Liquidation.


Dated: May 18<sup>th</sup>, 2005.



Marco E. Rojas, Director

St. Nevis Group Ltd., a  
British Virgin Islands Corporation

By: Multi Corporate Services, Inc., a Florida company



Name: Sam Haven  
Title: President

**EXHIBIT A**

**ST. NEVIS OF FLORIDA, INC.**

**OF COMPLETE LIQUIDATION** (the "Plan") is effective as of [redacted] attached as Exhibit A to the Consent to Action by the Shareholders ("Action") of St. Nevis of Florida, Inc., a Florida corporation (the "Company") as a part thereof.

any shall be completely liquidated in accordance with the provisions of the Florida Statutes, as amended ("Statutes") and this Plan of [redacted].

Nevis Group Ltd. (the "Shareholder") hereby acknowledges that it is a Company which: (a) possesses 100% of the total voting power of [redacted] and (b) has a value of equal to 100% of the total value of stock or [redacted].

ent to this Plan:

Company's directors have taken all reasonable steps to pay all [redacted] and other obligations or set up a reserve for the payment of [redacted] and other obligations.

Company's director shall make distributions of all of the cash, [redacted] to property, and rights of Company in complete cancellation (or [redacted] Shareholder's issued and outstanding stock in Company.

the liquidating distributions (described in paragraph 3.b.) shall be [redacted] (3) years after the close of the taxable year in which the first [redacted] is paid to the Shareholder. The first liquidating distribution shall [redacted] year 2005.

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5. Company's only remaining asset is a bank account holding the proceeds from the sale of real estate previously owned by the Company.

6. As soon as the first liquidating distribution has been paid, Company will cease to be a going concern and its activities will be limited to winding up its affairs, paying its debts, distributing its remaining assets to its Shareholder, and dissolving.

7. Company will retain no assets following its final liquidating distribution.

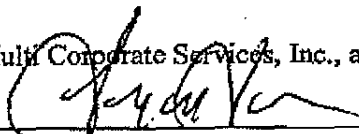
8. Company shall dissolve in accordance with Florida law as soon as practicable after the final liquidating distribution.



Marco E. Rojas, Director

St. Nevis Group Ltd., a  
British Virgin Islands Corporation  
Shareholder

By: Multi Corporate Services, Inc., a Florida corporation



Name: Sam Haven  
Title: President

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