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ARTICLES OF DISSOLUTION LATIN SISTERS CAFÉ, INC. DOCKET NUMBER P02000056829

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ECRETARY OF STATE

LATIN SISTERS CAFÉ, INC., by and through its president hereby files these, its Articles of Dissolution and states:

- 1. The name of the corporation is LATIN SISTERS CAFÉ, INC.
- 2. The names and respective addresses of its officers are as follows:

Maria A. Sideregts, President – 2598 S. Conway Rd. #1316, Orlando, FL 32812 Sara H. Sideregts, Vice President – 2598 S. Conway Rd. #1316, Orlando, FL 32812

3. The names and respective addresses of its directors are as follows:

Maria A. Sideregts, President – 2598 S. Conway Rd. #1316, Orlando, FL 32812 Sara H. Sideregts, Vice President – 2598 S. Conway Rd. #1316, Orlando, FL 32812

- 4. All liabilities and obligations of the corporation have been paid, or discharged, or adequate provision for payment of same has been made by the directors and shareholders of the corporation.
- 5. All property and assets of the corporation have been distributed among the shareholders in accordance with their respective rights and interest after payment or making provisions for payment of liabilities and obligations of the corporation.
- 6. There are no actions pending against the corporation in any court that adequate provision for payment thereof has not been made for the satisfaction of any potential judgment, order, or decree, which may be entered against the corporation.
- 7. The corporation elected to dissolve by act of the corporation, a copy of the resolution to dissolve and statement that such resolution was adopted by the shareholders of the corporation on the 18th day of December 2003, is attached.

Dated this 18th day of December, 2003.

LATIN SISTERS CAFÉ, INC.

Maria A. Sideregts

<u>DIRECTORS</u> <u>IMPLEMENTATION OF RESOLUTION OF</u> DISSOLUTION

WHEREAS, the shareholders of LATIN SISTERS CAFÉ, INC., adopted a resolution of dissolution on the 18th day of December 2003, electing to dissolve the Corporation and authorizing the Directors to dissolve and liquidate the said Corporation; now, therefore, be it:

1. RESOLVED, that as the President of LATIN SISTERS CAFÉ, INC., is authorized to take all actions necessary to wind up the affairs of the corporation, including the lease, sale, conveyance, or assignment of any or all of the Corporation's assets, and to execute any documents or instruments necessary and incident thereto;

RESOLVED FURTHER, that the President of LATIN SISTERS CAFÉ, INC., is authorized and directed to distribute the assets of the Corporation in accordance with the terms and on the conditions set forth in a plan of liquidation previously adopted by the Board of Directors and the resolution of Directors for Distribution of Assets, in kind, adopted the 18TH day of December 2003.

RESOLVED FURTHER, that the President of LATIN SISTERS CAFÉ, INC., is authorized and required to execute all documents, instruments, reports, tax returns, certificates, and affidavits required by federal, state, or local government in connection with or by reason of the liquidation and dissolution of the Corporation or on behalf of the Corporation, including the Internal Revenue Service.

4. RESOLVED FURTHER, that the President of LATIN SISTERS CAFÉ, INC., is authorized and required to file all documents required by law to be filed in order to effect the dissolution of the Corporation.

The undersigned, being all of the Directors of LATIN SISTERS CAFÉ, INC., authorize, by their signatures below, the above resolution.

IN WITNESS WHEREOF, the undersigned have hereunto signed their names.

Executed effective as of the 18th day of December 2003, at Orlando, Florida.

President/Director

STATE OF FLORIDA: COUNTY OF ORANGE:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Maria A. Sideregts, President of above mentioned Corporation, to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 18th day of December, 2003.

JOYLYNNE M. AVILES
Notary Public State of Fi

Notary Public - State of Florida My Commission by Doz 47222 Commission # DD2 47222 Banded By National Notary Serv

SHAREHOLDERS CONSENT TO DISSOLUTION OF CORPORATION

The undersigned Maria A. Sideregts and Sara H. Sideregts, represent that they are the sole shareholders of the outstanding stocks of LATIN SISTERS CAFÉ, INC., by consent to the dissolution of the corporation by the filing of Articles of Dissolution with the Secretary of State, State of Florida.

Further, as the sole shareholders of the outstanding stocks of the corporation, they do hereby direct the directors to implement a resolution of dissolution of the corporation.

Dated this 18th day of December, 2003.

Maria A. Sidérégts-President

Sara H. Sideregts - Vice President