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DISSOLUTION OR WITHDRAWAL

PORTFOLIO HOLDINGS CANADA INC.

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**ARTICLES OF DISSOLUTION
OF
PORTFOLIO HOLDINGS CANADA INC.**

Pursuant to Section 607.1403, Florida Statutes, this Florida profit corporation submits the following Articles of Dissolution:

1. The name of this Corporation as currently filed with the Florida Department of State is **PORTFOLIO HOLDINGS CANADA INC.**
2. The document number of the corporation is P04000009771.
3. The file date of the Articles of Incorporation was January 13, 2004.
4. The date dissolution was authorized was December 9, 2008.
5. Dissolution of the corporation was approved by the shareholders. The number of votes cast in favor of dissolution was sufficient for approval.

Dated as of this 9th day of December, 2008.

PORTFOLIO HOLDINGS CANADA INC.
a Florida corporation

By: _____

Name: _____

Title: _____

[Handwritten Signature]
Ron Hooker
Chief Executive Officer

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