

Division of Corporations

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Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850)617-6380

## From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (561)694-8107  
Fax Number : (561)694-1639

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## DISSOLUTION OR WITHDRAWAL

## SALEMCORP INVESTMENT CORP.

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### ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, 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:  
SALEMCORP INVESTMENT CORP.

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

THIRD: The date dissolution was authorized: October 19, 2009

Effective date of dissolution if applicable: October 19, 2009  
(no more than 90 days after dissolution file date)

FOURTH: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:*

The number of votes cast for dissolution was sufficient for approval by

\_\_\_\_\_  
(voting group)

Signature: X

(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)

MARIA JARRIN

(Typed or printed name of person signing)

DIRECTOR

(Title of person signing)

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**CONSENT TO ACTION BY**  
**THE SHAREHOLDERS AND DIRECTOR OF**  
**SALEMCORP INVESTMENT CORP.**

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

WHEREAS, the Shareholders and Sole Director of Corporation believe it to be in the best interest of Corporation that the Corporation be completely liquidated and dissolved,

NOW THEREFORE, be it:

**RESOLVED**, the Shareholders and Sole Director approve, authorize and consent to the complete liquidation and dissolution of the Corporation 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 Sole Director hereby acknowledge that the Shareholders of the Corporation hold 100% of the total stock of Corporation; and

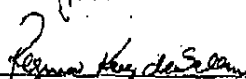
**FURTHER RESOLVED**, the Sole Director of Corporation is hereby fully authorized to execute any document on behalf of Corporation to effectuate the complete liquidation of Corporation; and

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

Dated: October 19, 2009

  
\_\_\_\_\_  
Maria Jatin, Director

Shareholders:  
  
\_\_\_\_\_  
Maurice A. Salem

  
\_\_\_\_\_  
Regina da Salem

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EXHIBIT A**SALEM CORP INVESTMENTS CORP.**

**THIS PLAN OF COMPLETE LIQUIDATION** (the "Plan") is effective as of October 19, 2009 and is attached as Exhibit "A" to the Consent to Action by the Shareholders and Sole Director (the "Action") of Salem Corp Investments Corp, a Florida corporation (the "Corporation") and made a part thereof.

1. Corporation shall be completely liquidated in accordance with the provisions of Section 607.1403 of the Florida Statutes, as amended ("Statutes") and this Plan of Complete Liquidation.

2. Mauricio A. Salem and Regina de Salem (the "Shareholders") hereby acknowledge that they are the owners of stock in Corporation which: (a) possesses 100% of the total voting power of stock of Corporation; and (b) has a value of equal to 100% of the total value of stock of Corporation.

3. Pursuant to this Plan:

a. Corporation's director has taken all reasonable steps to pay all corporate debt, taxes and other obligations or set up a reserve for the payment of Corporation's debts, taxes and other obligations.

b. Corporation's director shall make distributions of all of the cash, other property, rights to property, and rights of Corporation in complete cancellation (or redemption) of all of Shareholders issued and outstanding stock in Corporation.

4. All of the liquidating distributions (described in paragraph 3.b.) shall be completed within three (3) years after the close of the taxable year in which the first liquidating distribution is paid to the Shareholders. The first liquidating distribution shall be made during calendar year 2009.

5. As soon as the first liquidating distribution has been paid, Corporation 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 Shareholders, and dissolving.

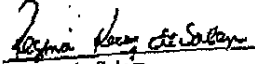
6. Corporation will retain no assets following its final liquidating distribution.

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

  
Maria Jarrin, Director

Shareholders:

  
Mauricio A. Salem

  
Regina de Salem