

Division of Corporations

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Division of Corporations
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Phone : (239)344-1100
Fax Number : (239)344-1200**FILED**
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**DISSOLUTION OR WITHDRAWAL****BULL RIVER OUTFITTERS USA, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION
OF**

BULL RIVER OUTFITTERS USA, INC.

1. The name of the Corporation is Bull River Outfitters USA, Inc.

2. The name and respective address of its officers are:

President: John S. Streep
15841 Kilmarnock Drive
Fort Myers, FL 33912

Secretary/Treasurer: John S. Streep
15841 Kilmarnock Drive
Fort Myers, FL 33912

3. The name and respective address of its Director is:

John S. Streep
15841 Kilmarnock Drive
Fort Myers, FL 33912

4. All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made for them.

5. All the remaining property and assets of the Corporation have been distributed among its Shareholders in accordance with such Shareholder's respective rights and interests.

6. There are no actions pending against the Corporation in any Court.

7. A copy of the Resolution by the Board of Directors to dissolve is attached hereto.

8. This Resolution was adopted by the Shareholders of the Corporation on
12/28, 2006.



John S. Streep, President

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**SHAREHOLDER AND DIRECTOR ACTION
BY UNANIMOUS CONSENT
WITHOUT A MEETING
OF**

BULL RIVER OUTFITTERS USA, INC.

The undersigned, presently being the sole Shareholder of all of the issued and outstanding shares and the member of the Board of Directors who would be entitled to vote upon the actions hereinafter set forth at a formal joint special meeting of the shareholder and director of Bull River Outfitters USA, Inc. ("Corporation"), does hereby consent to the following actions to the same extent, and to have the same force and effect as if adopted at a formal joint special meeting of the shareholder and director of said Corporation.

RESOLVED, that all actions, transactions and activities of the shareholder and director of the Corporation from the date of the last meeting to the date hereof are hereby approved, ratified and confirmed.

FURTHER RESOLVED, that the shareholder and director of the Corporation approved the dissolution of the Corporation effective as of December 31, 2006.

FURTHER RESOLVED, that the President of the Corporation is authorized and directed to proceed promptly to wind-up the Corporation's affairs, to collect and reduce to possession its assets, to pay or provide for its liabilities, and to distribute the remaining assets, subject to all remaining liabilities. All assets of the Corporation shall be distributed to the shareholder on or before December 31, 2006, and the Corporation shall cease to conduct any business thereafter.

FURTHER RESOLVED, that the Corporation shall be dissolved as soon after the liquidation as practical, to allow for the winding up of the affairs of the Corporation (e.g., execution of final tax returns, etc.).

FURTHER RESOLVED, that the President of the Corporation is hereby specifically empowered, authorized and directed to sign any document and take such other steps as are necessary to liquidate and dissolve the Corporation in accordance with and as set forth herein.

The undersigned does hereby consent and affirm that the actions set forth in the foregoing resolutions shall have the same force and effect as if taken at a duly constituted meeting of the shareholder and director of the Corporation and that this document be filed with the secretary of the Corporation and shall be made a part of the minutes of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed this written consent as of 12/28, 2006.


John S. Streep, Shareholder/Director

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