

P090000064591

Florida Department of State
Division of Corporations
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DISSOLUTION OR WITHDRAWAL
ALEXANDRE SOARES SERVICES, INC.

8/7/12

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August 10, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

ALEXANDRE SOARES SERVICES, INC.
671 NW 4TH AVENUE
SUITE B29
FORT LAUDERDALE, FL 33311US

SUBJECT: ALEXANDRE SOARES SERVICES, INC.
REF: P09000064591

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Please correct the name at the heading of the Dissolution.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Teresa Brown
Regulatory Specialist II

FAX Aud. #: H12000199677
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**ARTICLES OF DISSOLUTION
OF
ALEXANDRE SOARES SERVICES, Inc.**

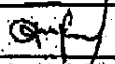
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Pursuant to the provisions of Sections 607.1402 and 607.1403 of the Florida Business Corporation Act, **ALEXANDRE SOARES SERVICES, INC.**, a Florida corporation (the "Corporation"), hereby files the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is: **ALEXANDRE SOARES SERVICES, INC.**
The Document Number of the Corporation is P09000064591. The filing date of the Articles of Incorporation of the Corporation was July 30, 2009.
2. The dissolution of the Corporation was authorized by the sole Shareholder and the Director of the Corporation by unanimous written consent dated as of August 1, 2012. The number of votes cast for dissolution was sufficient for approval.
3. The net assets of the Corporation remaining after the winding-up of the Corporation have been distributed to the shareholder of record.
4. In accordance with the Florida Business Corporation Act, the dissolution of the Corporation shall be effective upon filing of these Articles of Dissolution with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Dissolution as of August 1, 2012

ALEXANDRE SOARES SERVICES, INC., a Florida corporation

By 
Alexandre Soares dos Santos, President

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**UNANIMOUS WRITTEN CONSENT BY THE SOLE SHAREHOLDER
AND THE DIRECTORS
OF
ALEXANDRE SOARES SERVICES, INC.**

IN LIEU OF SPECIAL MEETING

The undersigned, being the sole Shareholder and all of the Directors of ALEXANDRE SOARES SERVICES, INC., a Florida corporation (the "Corporation"), pursuant to the authority contained in Section 607.0704 of the Florida Business Corporation Act (the "Act"), does hereby consent to adopt and order the following corporate resolutions in lieu of a meeting of the Shareholders, waiving all formal requirements, including the necessity of holding a formal or informal meeting and any requirement that notice of such meeting be given.

WHEREAS, the Board of Directors of the Corporation believes that since the Corporation has completed its purposes, it is in the best interest of the Corporation to dissolve and recommends the dissolution of the Corporation to the sole Shareholder of the Corporation; and

RESOLVED, that the Shareholder and the Director of the Corporation hereby consent to the dissolution and liquidation of the Corporation; and

RESOLVED, that the Articles of Dissolution in substantially the form previously presented to the undersigned are hereby approved and accepted, and the President of the Corporation is authorized and directed to cause to be filed with the Florida Department of State the said Articles of Dissolution; and

RESOLVED, that the Plan of Complete Liquidation and Dissolution, attached hereto as Exhibit "A" is hereby approved and accepted; and

RESOLVED, that the Corporation shall liquidate and distribute any and all of its assets of any kind whatsoever to its Shareholder in accordance with its rights and interests as soon as practicable, and that such assets be distributed and the dissolution be completed as soon as practicable; and

RESOLVED, that the President of the Corporation be, and he hereby is, authorized and directed to execute such assignments and conveyances, and to do and perform such acts as may be necessary or appropriate for the carrying out of the purposes of the foregoing resolutions; and

RESOLVED, that the President of the Corporation is hereby authorized to engage the services of such accountants, appraisers, attorneys and other professionals to provide advice and counsel to the Corporation in connection with any and all matters addressed in the previous resolutions as such officers shall deem necessary or advisable under the circumstances; and

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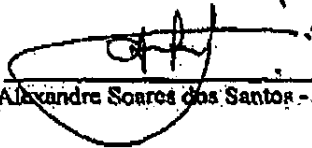
RESOLVED, that any and all actions heretofore or hereinafter taken by the President of the Corporation in connection with any and all of the matters discussed in the foregoing resolutions are hereby confirmed and ratified as properly authorized acts of the Corporation; and

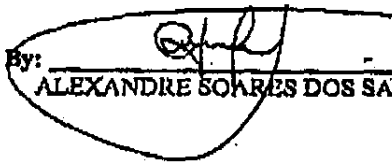
IN WITNESS WHEREOF, the undersigned sole Shareholder and the Director have executed this Unanimous Written Consent as of this 1st day of August, 2012

SOLE SHAREHOLDER:

DIRECTOR:

ALEXANDRE SOARES SERVICES, INC.

By: 
Alexandre Soares dos Santos - President

By: 
ALEXANDRE SOARES DOS SANTOS

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Exhibit "A"
PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION
OF
ALEXANDRE SOARES SERVICES, INC.

1. Plan of Liquidation. This Plan of Complete Liquidation and Dissolution ("Plan") is intended to accomplish the complete liquidation and dissolution of ALEXANDRE SOARES SERVICES, INC., a Florida corporation ("Corporation"), through the distribution of all the Corporation's assets to its Shareholder in complete liquidation of the Corporation. Such liquidation and dissolution shall be accomplished in the manner stated in this Plan.

2. Approval. This Plan will be considered adopted by the Corporation when approved by the Directors, and upon the approval and adoption thereof by the Shareholder of the Corporation.

3. Liquidation Period. The "Liquidation Period" shall mean the period in which the Corporation shall liquidate and distribute any and all of its assets of any kind whatsoever to its Shareholder in accordance with its respective rights and interest. The dissolution and the distribution of such assets shall be completed as soon as practicable.

4. Abandonment. Upon the approval of the Plan by the Shareholder of the Corporation, the Directors of the Corporation may not, without further action by the Shareholder, abandon this Plan.

5. Winding Up of Business. During the Liquidation Period, the Corporation shall continue its business to the extent necessary to collect accounts receivable, pay liabilities, and otherwise conduct business consistent with the objective of the Corporation to distribute all of its assets to its Shareholder and wind up its affairs.

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6. Final Distribution of Assets. Not later than the end of the Liquidation Period, all assets of the Corporation not previously distributed shall be distributed to the Shareholder of the Corporation. In no event shall any amount be retained by the Corporation beyond the end of the Liquidation Period to meet the claims of the Shareholder with respect to his, her or its stock.

7. Cancellation of Outstanding Shares. Each of the foregoing distributions in complete liquidation shall be solely in exchange for, in complete redemption and cancellation of, and in payment for, all of the outstanding shares of the Corporation. The Shareholder shall surrender its certificates for such shares as determined by the Directors for recording the receipt of distributions prior to the final distribution, and shall surrender any remaining certificates representing outstanding shares of the Corporation for cancellation upon receipt of the final distribution herein authorized.

8. Corporate Books. Upon the final distribution of all the assets of the Corporation, the President of the Corporation shall instruct the Corporation's accountants to close the books of the Corporation.

9. State Filing Requirements. As soon as practical, the President and Director of the Corporation shall cause to be filed with the Florida Department of State, Division of Corporations, the necessary documents pursuant to the appropriate provisions of Sections 607.1402 and 607.1403, Florida Statutes, as that statute presently exists or as it may be amended, to effect a complete statutory dissolution of the Corporation, and to do such other actions as are required, including filing all necessary documents.

10. Authorization of Necessary Acts. The President and Director of the Corporation shall have the power to adopt all resolutions, execute all documents, and are authorized, empowered and directed to file all papers and take whatever action as they may deem necessary

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or desirable for the purpose of effecting the complete liquidation and dissolution of the Corporation, and for carrying out the other purposes and intentions of the Plan. The President shall be held harmless by the Corporation for any action under this Plan taken in good faith, and any expense or liability so incurred.

11. Intent. It is intended that this Plan shall be a plan of complete liquidation.

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