

8/3/2021

P13000023231

Division of Corporations

Florida Department of State  
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DISSOLUTION OR WITHDRAWAL  
SAUDADE PROPERTY CORP.

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TALLAHASSEE, FLORIDA  
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**ARTICLES OF DISSOLUTION  
OF  
SAUDADE PROPERTY CORP.**

The undersigned, being the President of Saudade Property Corp., a Florida corporation (the "Corporation"), pursuant to Section 607.1403 of the Florida Statutes, does hereby certify these Articles of Dissolution.

1. **Name:**

The name of the Corporation is: Saudade Property Corp..

2. **Document Number:**

The document number of the corporation is: P13000023231.

3. **Date Authorized:**

Dissolution was authorized on: August 2, 2021.

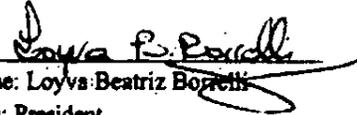
4. **Adoption of Dissolution:**

The dissolution was authorized and approved by the written consent of the Sole Shareholder and the Sole Director of the Corporation, which written consent for dissolution was sufficient for approval. See attached Written Consent to Action and Plan of Complete Liquidation.

5. **Effective Date:**

The effective date of dissolution shall be the date of the filing of these Articles of Dissolution with the Florida Department of State.

Executed this 2<sup>nd</sup> day of August, 2021.

By:   
Name: Loyva Beatriz Borrelli  
Title: President

**CONSENT TO ACTION BY  
THE SOLE SHAREHOLDER AND SOLE DIRECTOR OF  
SAUDADE PROPERTY CORP.**

The undersigned, being all of the Shareholders and Directors of Saudade Property 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 the Sole Shareholder and a meeting of the Sole Director of the Corporation, to have the same effect as actions taken at duly called meetings of the Sole Shareholder and Sole Director at which all Shareholders and Directors were present and voting.

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

NOW THEREFORE, be it:

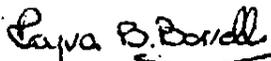
RESOLVED, the Sole Shareholder and Sole Director approve, authorize and consent to the complete liquidation and dissolution of the Corporation in accordance with the provisions of Section 607.1403 of the Florida Statutes, as amended and as provided in the Plan of Complete Liquidation attached hereto as Exhibit "A" (the "Plan") and incorporated herein;

FURTHER RESOLVED; the Sole Shareholder and Sole Director hereby acknowledge that the Sole Shareholder of the Corporation holds 100% of the total stock of Corporation; and

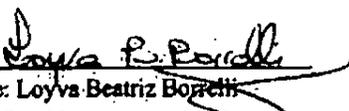
FURTHER RESOLVED, the President of the Corporation is hereby fully authorized to execute any document on behalf of Corporation to effectuate the complete liquidation of Corporation; and

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

Dated: August 2, 2021

  
Loyva Beatriz Borrell, Sole Director

Grand Piler Corporation, a Panamanian company  
Sole Shareholder

By:   
Name: Loyva Beatriz Borrell  
Title: President

**EXHIBIT A**

**SAUDADE PROPERTY CORP.**

**THIS PLAN OF COMPLETE LIQUIDATION** (the "Plan") is effective as of August 2, 2021 and is attached as Exhibit "A" to the Consent to Action by the Sole Shareholder and Sole Director (the "Action") of Saudade Property Corp., a Florida corporation (the "Corporation") and made a part thereof.

1. The 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. Grand Piler Corporation, a Panamanian company (the "Sole Shareholder") hereby acknowledges that it is the owner of stock in the Corporation which: (a) possesses 100% of the total voting power of stock of the Corporation; and (b) has a value of equal to 100% of the total value of stock of the Corporation.

3. Pursuant to this Plan:

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

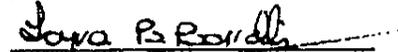
b. The Corporation's sole director shall make distributions of all of the cash, other property, rights to property, and rights of Corporation in complete cancellation (or redemption) of all of Sole Shareholder's issued and outstanding stock in Corporation.

4. All 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 Sole Shareholder. The first liquidating distribution shall be made during calendar year 2021.

5. As soon as the first liquidating distribution has been paid, the 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 Sole Shareholder, and dissolving.

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

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

  
Loyva Beatriz Borrelli, Sole Director

Grand Piler Corporation, a Panamanian company  
Sole Shareholder

By:   
Name: Loyva Beatriz Borrelli  
Title: