

WD P98000020190

Whittemore Dowen LLP
Accountants and Consultants

Phillip K. Whittemore, CPA
Paul L. Dowen, CPA
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Principal

January 25, 2001

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****52.50 *****52.50

Re: Chary's, Inc. Voluntary Dissolution

Dear Division of Corporations:


Enclosed are Articles of Dissolution for Chary's, Inc. The Corporation has distributed its assets and liabilities to the sole shareholder as of December 31, 2000.

The final Corporate Income Tax Return will be filed timely with the Florida Department of Revenue.

Enclosed is a check, in the amount of \$ 52.50, to cover the filing fee, certified copies of the dissolution and a certificate of status.

If you have any questions regarding the dissolution, please contact me.

Very truly yours



Phillip K. Whittemore, CPA

cc: Chary's, Inc.

FILED
01 APR 23 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL 5-1-
vol dissolution

ARTICLES OF DISSOLUTION

Pursuant to 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: CHARY S, INC.

SECOND: The date dissolution was authorized: DECEMBER 31, 2000

THIRD: Adoption of Dissolution (CHECK ONE)

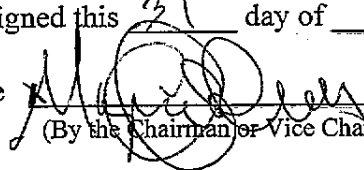
☒ Dissolution was approved by the Directors. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the Directors through voting groups.

The number of votes cast for dissolution was sufficient for approval by
the Board of Directors.

Signed this 31 day of December 2000.

Signature


(By the Chairman or Vice Chairman of the Board, President, or other officer)

HARUGA MAYIA CHAUMONT
(Typed or printed name)

CHAIRMAN OF THE BOARD
(Title)

FILED
01 APR 23 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Chary s, Inc.
Minutes of Stockholders Meeting
December 31, 2000

A meeting of the Stockholders of Chary's, Inc. was held at 11282 W. Hillsborough Avenue at 9:00 A.M. on December 31, 2000.

The following stockholder was present:

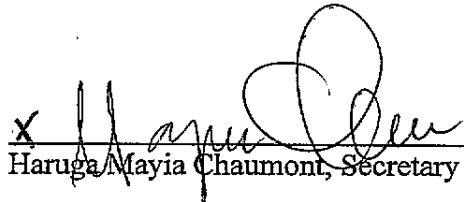
Jorge L. Chaumont, General Partner of the "Mayia Limited Partnership # 1"

Jorge L. Chaumont, General Partner of the Mayia Limited Partnership # 1, the sole stockholder, called the meeting to order.

A motion was made by Jorge L. Chaumont, General Partner of the Mayia Limited Partnership # 1, the sole stockholder for Chary's Inc. to adopt a plan of complete dissolution (a copy of said plan is annexed).

Said motion was carried unanimously with 100 shares voting aye.

With no further business to be discussed, the meeting was adjourned at 9:30 A.M..

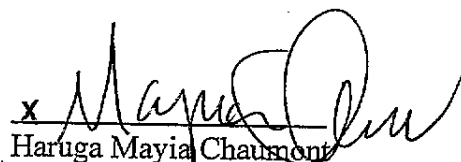
x 
Haruga Mayia Chaumont, Secretary

RESOLVED, that this Corporation be dissolved forthwith and that the following plan be adopted to accomplish the dissolution:

**PLAN OF COMPLETE LIQUIDATION
AND
DISSOLUTION
OF
CHARY'S, INC.**

1. The proper officers of the corporation be, and they hereby are, authorized to sell or otherwise liquidate any and all of the properties of the corporation, whether real or personal for such consideration and upon such terms and conditions as may be in the best interest of the corporation and its shareholders.
2. After paying or providing for all proper liabilities of the corporation, including any expenses incurred in the liquidation and dissolution, the remaining assets of the corporation are to be distributed to the stockholders of the corporation in complete redemption of their stock.
3. The actions provided for in the foregoing resolutions pertaining to the complete liquidation of the corporation and distribution of its assets be commenced as soon as is possible and such assets must be distributed and the liquidation be completed in a manner that complies with Section 331 of the Internal Revenue Code of 1986 as amended.
4. The proper officers of the corporation be, and they hereby are, authorized and directed to file Articles of Dissolution under Section 607.1403 of the Florida Statutes. They are also authorized and directed to take whatever lawful acts are permissible thereafter in connection with the final dissolution of the corporation.
5. In the event that physical distribution cannot be made to the stockholders of the corporation within appropriate time limits, the proper officers of the corporation shall be, and they hereby are, authorized and directed to establish a liquidating trust and to distribute the remaining assets of the corporation to the trust within such limits.
6. The appropriate officers of the corporation are authorized and directed to take whatever action and to execute and deliver whatever documents may be necessary or desirable to carry this plan into effect.

Dated: December 31, 2000

x 
Haruga Mayia Chaumont
President