

P98000059860

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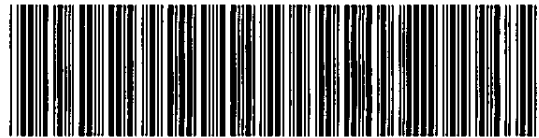
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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[Signature]

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Storm River Sales Corp

DOCUMENT NUMBER: P98000059860

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Nicholas Stead
(Name of Contact Person)

Storm River Sales Corp
(Firm/Company)

8201 Peters Road, Suite 1000
(Address)

Plantation, FL 33324
(City/State and Zip Code)

For further information concerning this matter, please call:

Richard Hliber at (954) 462-6045
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$35 Filing Fee ☐ \$43.75 Filing Fee & Certificate of Status ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) ☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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:

Storm River Sales Corp.

SECOND: The document number of the corporation (if known): P98000059860

THIRD: The date dissolution was authorized: March 5, 2009

Effective date of dissolution if applicable: March 31st, 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: _____

(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)

Wei Lien Chu (William Chu)
(Typed or printed name of person signing)

President & Director
(Title of person signing)

Filing Fee: \$35

2009 MAR 18 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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WRITTEN ACTION BY THE BOARD OF DIRECTORS AND
SHAREHOLDERS OF
Storm River Sales Corp.

The board of directors and the shareholder's of Storm River Sales, Corp., a Florida Corporation, (the "Corporation"), having waived all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements for notice, hereby consent to the adoption of the following resolutions in lieu of a meeting of the sole director and sole shareholder:

RESOLVED, that the Corporation be dissolved and liquidated in accordance with the Plan of Complete Liquidation and Dissolution attached hereto and made a part hereof as Exhibit "A" ("Plan"); and

RESOLVED, that the President of the Corporation be, and hereby is, authorized, empowered and directed to sell or otherwise liquidate all of the property of the Corporation, if any, which in his judgement should be sold or liquidated to facilitate the complete liquidation and dissolution of the Corporation;


FURTHER RESOLVED, that the Corporation's President be, and hereby is, authorized and directed to execute such documents on behalf of the Corporation as he may deem necessary or proper to liquidate and dissolve the Corporation and to fully effectuate the purposes of these resolutions, including, but not limited to, the conveyance of the Corporation's interest in any assets to the sole shareholder, the Articles of Dissolution, Federal and State income tax returns and any other documents as may be required under the Plan; to pay all fees and taxes; and to do or cause to be done such other acts and things as he may deem necessary or proper in order to carry out the liquidation and dissolution of the Corporation pursuant to the Plan.

FURTHER RESOLVED, that (unless a decision to abandon the Plan shall be made pursuant to the terms of the Plan) the President of this Corporation be, and hereby is, authorized and directed to wind up the affairs of the Corporation, pay or provide for its liabilities, and establish a reserve in a reasonable amount to meet known, estimated, unascertained or contingent liabilities and expenses, to the extent such a reserve is deemed necessary or appropriate, or to otherwise provide for creditors as contemplated in the Plan.


FURTHER RESOLVED, that if a reserve is established to meet claims against the Corporation, the President of this Corporation be, and hereby is, directed to distribute any unused balance of such reserve to the sole shareholder of the Corporation as soon as practicable, but in no event later than March 31st, 2009.

FURTHER RESOLVED, that the actions in the foregoing resolutions providing for the complete liquidation of the Corporation and the distribution of its assets be completed as soon as practicable, but in no event later than March 31st, 2009.

The actions contained herein shall be effective as of the 5th day of March, 2009.


Wei-Lien (William) Chu, Director

SHAREHOLDER(S):

By: 
Name: Wei-Lien (William) Chu
Title: President & Director

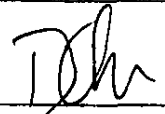
By: 
Name: Wei-Kang (Denny) Chu
Title: Director

EXHIBIT "A"

PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION

OF
Storm River Sales Corp

1. **Plan of Liquidation.** This Plan of Complete Liquidation and Dissolution ("Plan") is intended to accomplish the dissolution and complete liquidation of Storm River Sales, Corp., a Florida corporation ("Corporation"), through the distribution of all the Corporation's assets to its shareholder's in complete liquidation of the Corporation pursuant to section 331 of the Internal Revenue Code. Such liquidation and dissolution shall be accomplished in the manner stated in this Plan.

2. **Approval.** This Plan shall be considered adopted by the Corporation and in effect on the date it has been approved and adopted by the shareholder's of the Corporation.

3. **Liquidation Period.** The "Liquidation Period" shall mean the period beginning with the effective date of this Plan and ending March 31st, 2009, or, if sooner, on the date all of the assets of the Corporation are distributed to the shareholder's as provided herein.

4. **Abandonment.** Notwithstanding the fact that the Plan has become effective, the shareholder's of the Corporation may, in its discretion, without further action by the shareholder's abandon this Plan and direct that no further steps shall be taken to carry such Plan into effect.

5. **Winding Up of Business.** During the Liquidation Period, the Corporation shall continue in business to the extent necessary to pay all liabilities that can be fixed and discharged and to wind up its affairs. During the Liquidation Period, the President of the Corporation is authorized: (i) to retain such assets as may be necessary to pay expenses or liabilities and to pay all such known expenses and liabilities that are due and payable, and (ii) to make periodic distributions of the assets of the Corporation to its shareholder's.

6. **Final Distribution of Assets.** On or before March 31st, 2009, all assets of the Corporation not previously distributed which, in the opinion of the President of the Corporation, are no longer needed for payment of expenses or liabilities of the Corporation, shall be distributed to the shareholder's of the Corporation. To the extent that the President determines, at the end of the Liquidation Period, that it would be appropriate to establish a reserve for contingent or unknown liabilities, the President may establish such a reserve within the Corporation or may cause the Corporation to fund a liquidating trust or other entity that will agree to discharge any such obligations that may arise, provided that any funds remaining in said reserve, liquidating trust or other entity on March 31st, 2009, shall thereupon be distributed to the shareholder's of the Corporation.

7. **Closing of Corporation's Books.** Upon the final distribution of all the assets of the Corporation, the President of the Corporation shall instruct the Corporation's accountant(s) to close the books of the Corporation and to prepare and timely file all applicable income tax returns on behalf of the Corporation and such other forms as are appropriate.

8. State Filing Requirements. All documents required to be filed with the State of Florida, including the Articles of Dissolution of the Corporation, as required under the provisions of Florida law shall be filed with the Secretary of State for the State of Florida by the President of the Corporation within 30 days following complete distribution of the Corporation's assets.

9. Authorization of Necessary Acts. The President and /or the shareholder's 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 deem necessary 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. They shall be held harmless by the Corporation for any action under this Plan taken in good faith, and any expense or liability so incurred.

10. Intent. It is intended that this Plan shall be a plan of complete liquidation within the terms of Section 331 of the Internal Revenue Code of 1986, as amended ("Code"). This Plan shall be deemed to authorize such action as, in the opinion of counsel of the Corporation, may be necessary to conform with the provisions of Code Section 331.