

P99000086705

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200023252962

*Just*

11/05/03--01042--DUG \*\*43.75

RECEIVED  
03 NOV -5 AM 11:02  
DATE  
OFFICE OF  
TALLAHASSEE, FLORIDA

AOR  
11/5/03  
FILED  
03 NOV -5 PM 3:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STEEL HECTOR & DAVIS LLP

Requestor's Name

215 S. MONROE ST. SUITE 601

Address

TALLAHASSEE 32301 222.2300

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. VINARENA, INC. P99000086705  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☒ Walk in    ☒ Pick up time WHEN READY    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☒ Photocopy    ☒ Certificate of Status

| NEW FILINGS              |                   |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit            |
| <input type="checkbox"/> | NonProfit         |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication     |
| <input type="checkbox"/> | Other             |

| AMENDMENTS                          |                                       |
|-------------------------------------|---------------------------------------|
| <input type="checkbox"/>            | Amendment                             |
| <input type="checkbox"/>            | Resignation of R.A., Officer/Director |
| <input type="checkbox"/>            | Change of Registered Agent            |
| <input checked="" type="checkbox"/> | Dissolution/Withdrawal                |
| <input type="checkbox"/>            | Merger                                |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

IF YOU HAVE ANY QUESTIONS PLEASE  
CONTACT ELIZABETH GLEATON AT  
222.2300.

THANK YOU.

ARTICLES OF DISSOLUTION  
OF  
VINARENA, INC.

FILED  
03 NOV -5 PM 3:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, VINARENA, INC., desires to dissolve its corporate status pursuant to Section 607.1403 of the Florida Business Corporation Act, and hereby states as follows:

ARTICLES I - NAME OF CORPORATION

The name of the corporation is VINARENA, INC. hereinafter referred to as the "Corporation".

ARTICLE II - DATE OF AUTHORIZATION

These Articles of Dissolution were adopted by minutes of a joint meeting of the directors and the holder of all of the issued and outstanding shares of common stock of the Corporation, executed on the 23rd day of September, 2002, which constituted a sufficient vote for approval by the shareholders and directors.

IN WITNESS WHEREOF, the undersigned duly authorized officer of VINARENA, INC., has caused these Articles of Dissolution to be executed on its behalf on this 30<sup>th</sup> day of September, 2002.

VINARENA, INC.

By: 

Eduardo Arena  
Title: President

**MINUTES OF A JOINT MEETING OF DIRECTORS AND SHAREHOLDERS OF  
VINARENA, INC.**

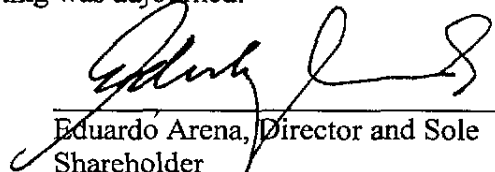
A special meeting of the sole shareholder of **VINARENA, INC.** (the "Corporation") and of the Board of Directors of the Corporation was held at Aurelio Miro Quesada 650, San Isidro, Lima, Peru, on the 23rd day of September, 2002. Notice of the special meeting was duly waived. The sole shareholder and all of the members of the Board of Directors of the Corporation were present.

After discussion of the transactions and upon motion duly made and seconded, it was:

RESOLVED, that the Corporation shall cease to transact business and shall be dissolved; and it is

FURTHER RESOLVED, that the Treasurer of the Corporation is hereby authorized and directed to take any and all necessary actions to carry out such dissolution in accordance with Section 607.1403 and the other applicable Sections of the Florida Business Corporation Act and the applicable sections of the Internal Revenue Code of 1986, as amended, including without limitation the distribution of any property or assets of the Corporation to the shareholders of the Corporation, the payment of any and all debts, obligations and liabilities of the Corporation, the execution of Articles of Dissolution (in the form presented to the shareholders), the filing of the Articles of Dissolution with the Department of State of the State of Florida and the execution and filing of such returns or other instruments as may be required by the Internal Revenue Service, Florida Department of Revenue or Florida Department of State.

There being no further business, the meeting was adjourned.

  
\_\_\_\_\_  
Eduardo Arena, Director and Sole  
Shareholder