REPUBLIC OF THE PHILIPPINES)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ ) S.S

SHAREHOLDERS' RESOLUTION OF

APPROVAL OF DISSOLUTION

A (Regular/Special) meeting of the shareholders of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, Inc. was held at the corporation's principal offices at \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ and called to order at \_\_\_\_\_\_\_\_\_ \_\_\_.m. pursuant to notice or waiver of notice; and a quorum being present, the following resolutions were adopted:

RESOLVED, that \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, Inc. shall dissolve; and it is

FURTHER RESOLVED, that the President of this Corporation is hereby directed to file the necessary Certificate of Dissolution of a Corporation in the appropriate state office.

I, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, certify that I am the duly appointed Secretary of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, Inc. and that the above resolutions were adopted by the shareholders and that such resolutions are now in full force and effect.

IN WITNESS THEREOF, I certify by my hand and the seal of the Corporation that this is a true and correct copy.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_               \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Secretary                                                                              Date