

Filing Fee: \$50.00

ID Number: 163483



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

LIMITED LIABILITY COMPANY

ARTICLES OF DISSOLUTION

Pursuant to the provisions of Section 7-16-47 of the General Laws of Rhode Island, 1956, as amended, the undersigned limited liability company hereby submits the following Articles of Dissolution:

1. The name of the limited liability company is:

Warner Capital, LLC

2. The date of filing of the original Articles of Organization is April 26, 2007

3. The dates of filing of all amendments to the original Articles of Organization or the most recent restatement, if any, and all subsequent amendments thereto None

4. The reason for filing the Articles of Dissolution Warner Capital, LLC has been in a dormant state with no economic activity since it's inception.

5. The effective date (which shall be a date certain) of the dissolution is June 25, 2010

6. Any other information or provision, not inconsistent with law, which the members or authorized person signing the Articles of Dissolution elect to set forth None

Under penalty of perjury, I declare and affirm that I have examined these Articles of Dissolution, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: July 2, 2010

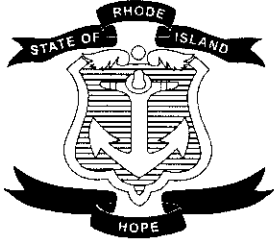
Warner Capital, LLC

Print Name of Limited Liability Company

By Barton Baldewes

Signature of Authorized Person

11:03
FILED
JUL 06 2010
By OpB 121911



STATE OF RHODE ISLAND AND
PROVIDENCE PLANTATIONS
DEPARTMENT OF ADMINISTRATION
DIVISION OF TAXATION
ONE CAPITOL HILL
PROVIDENCE, RI 02908

2010 JUL -6 AM 11:03

RECEIVED
SECRETARY OF STATE
CORPORATION DIV

BARTON BALDWIN
15B CORNE ST
NEWPORT, RI 02840

LETTER OF GOOD STANDING

It appears from our records that **WARNER CAPITAL LLC** has filed all the required returns due to be filed and paid all taxes indicated thereon and is in good standing with this Division as of **6/25/2010** regarding any liability under the Rhode Island Business Corporation Tax Law.

This letter is issued pursuant to the request of the above named corporation for the purpose of:

DISSOLUTION

Very truly yours,

David M. Sullivan
Tax Administrator

Steven A. Cobb
Chief Revenue Agent
Office Audit and Discovery

272763514-00:10034262



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

Secretary of State

