

FILED EFFECTIVE

2007 SEP 12 PM 4:55
AMERICAN ACADEMY OF NAIL TECHNOLOGY, INC./2
SECRETARY OF IDAHORESOLUTION OF THE BOARD OF DIRECTORS RECOMMENDING DISSOLUTION
OF THE CORPORATION WITHOUT A MEETING

WHEREAS, American Academy of Nail Technology, Inc, is an Idaho corporation ("AANT, Inc.") that transacts business in the state of Idaho.

WHEREAS, the real property and improvements thereon where AANT, Inc. transacts business have been/are being sold to American Academy of Nail Technology and Esthetics, LLC.

WHEREAS, Idaho Code § 30-1-1402 requires the Board of Directors of AANT, Inc. ("Board") to first recommend dissolution to the Shareholders before the Shareholders can vote on such dissolution.

WHEREAS, Idaho Code § 30-1-821 and Section 3.12 of the Corporation's Bylaws authorize the Board to take action on this issue without a meeting.

NOW THEREFORE, IT IS HEREBY FOUND, DETERMINED AND ORDERED AS FOLLOWS:

Section 1: The business purpose for which the Corporation was formed is no longer possible or economically feasible since the real property and improvements thereon where AANT, Inc. transacts business have been/are being sold.

Section 2: The sale price for such real property and the improvements thereon is adequate and will result in satisfactory returns to the Shareholders following liquidation.

Section 3: Therefore, the Board hereby recommends that the Shareholders vote to approve the dissolution of the Corporation.

Section 4: This Resolution shall take effect and be in full force upon its passage and approval.

DATED this 7 day of September, 2007.

Jeane M. Plastino-Wood
Jeane M. Plastino-Wood, Director

John Steven Wood
John Steven Wood, Director

DIRECTORS' RESOLUTION RECOMMENDING
DISSOLUTION

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09/13/2007 05:00
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