

Senate Research
Requester's Name
P9900003167

FILE
02 MAR 27 PM 2:50
DIVISION OF STATE
TALLAHASSEE, FLORIDA

City/State/Zip Phone #

Office Use Only

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

1. Barracuda, Inc
(Corporation Name) (Document #)

2. _____ *duss*
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time
- Will wait
- Photocopy

~~Certified Copy~~
 ~~Certificate of Status~~
RECEIVED
02 MAR 27 AM 11:48
TALLAHASSEE, FLORIDA

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

500005172165--7
-03/27/02--01064--004
*****43.75 *****43.75

Examiner's Initials **DR**

8/27/02

ARTICLES OF DISSOLUTION
OF
BARRACUDA, INC.

FILED
02 MAR 27 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of this corporation is BARRACUDA, INC.
2. BARRACUDA, INC. elected to dissolve pursuant to the Written Consent of its sole Shareholder, which Written Consent was effective as of April 13, 2001. A copy of such Written Consent is attached hereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on this 13 day of March, 2002.

BARRACUDA, INC., a Florida corporation

By: Oliver Brand
Its: Director

(Corporate Seal)

**WRITTEN CONSENT
OF THE
SOLE SHAREHOLDER
OF
BARRACUDA, INC.**

The undersigned, as an authorized representative of JILCO EST., a Liechtenstein entity, which is the sole Shareholder of BARRACUDA, INC., a Florida corporation (the "Corporation"), does hereby consent to the adoption and approval of the following resolutions:

Adoption of Plan of Complete Liquidation and Dissolution

WHEREAS, the Corporation was formed to own and hold certain real property (the "Property"); and

WHEREAS, the Corporation sold the Property on or about April 6, 2001; and

WHEREAS, the Shareholder of this Corporation deems it advisable and in the best interest of the Corporation and its Shareholder that the Corporation be completely liquidated and dissolved; and

WHEREAS, the Shareholder finds that it is advisable to adopt a plan of complete liquidation in accordance with the requirements of the Internal Revenue Code of 1986, as amended; and

WHEREAS, the Shareholder of this Corporation deems it advisable and in its best interest that the Corporation be completely liquidated and dissolved in accordance with the Plan of Complete Liquidation, it is

RESOLVED, that the Corporation be completely liquidated in accordance with the provisions of the Internal Revenue Code of 1986, as amended, and pursuant to the following Plan of Complete Liquidation:

1. The officers of the Corporation are authorized and directed to proceed promptly to wind up the Corporation's affairs by collecting all of its assets and paying or providing for the payment of all of its liabilities.
2. As soon as practicable, the officers shall wind up the affairs of the Corporation; pay or provide for the payment of its liabilities; establish a reserve in a reasonable amount to meet any known liabilities and liquidating expenses, if they deem such a reserve to be desirable, and distribute to the sole Shareholder in cancellation of its shares, any remaining assets of the Corporation subject to any remaining unpaid liabilities.

3. If a reserve is established to meet claims against the Corporation, the officers shall arrange for the distribution of any unused balance of such reserve to the Shareholder as soon as practicable.

4. The officers of the Corporation are authorized and directed to file, or to have counsel for the Corporation file Form 966, Corporate Dissolution or Liquidation, with the Internal Revenue Service together with a certified copy of this Resolution, within 30 days after the date hereof.

5. The officers of the Corporation are authorized and directed to file such other forms and documents required by the State of Florida, including, but not limited to, Articles of Dissolution, and by the federal government, including tax returns, as soon as possible after distribution of all of the Corporation's assets.

Waiver of Other Requirements

RESOLVED, that the preparation of annual financial statements for the Corporation, within any specific period of time, for this year and all prior years be, and it hereby is, waived.

Other Actions

RESOLVED, that the officers of the Corporation, be, and they hereby are, authorized and directed to execute whatever instruments and documents, and take whatever additional actions they deem necessary or appropriate to carry out the intent and accomplish the purposes of the foregoing Resolutions.

Effective Date: April 13, 2001.

JILCO EST., a Liechtenstein entity

By: *Olivier Brand*
Its: *Director*