

CAPITAL CREDIT UNION INC.

417 E. Virginia Street, Tallahassee, Florida 32301
(850) 224-8870 • (850) 342-8067 • Fax (850) 224-8870

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Denebula Corporation

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Art of Inc. File dis

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

☒ Dissolution / Withdrawal

Annual Report / Reinstatement

☒ Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

Signature

Requested by BC

Name

Date

Time

Walk-In

Will Pick Up

ARTICLES OF DISSOLUTION**OF****DENEBULA CORPORATION****FILED**
01 MAR -1 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, the above-named Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

**ARTICLE ONE
NAME**

The name of the Corporation is **"DENEBULA CORPORATION"**

**ARTICLE TWO
OFFICERS**

The name and address of its officers is:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Giuseppe Gentile	President and Secretary	700 Brickell Avenue, Suite 500 Miami, FL 33131

**ARTICLE THREE
DIRECTOR**

The name and address of its directors is:

<u>Name</u>	<u>Address</u>
Giuseppe Gentile	700 Brickell Avenue, Suite 500 Miami, FL 33131

ARTICLE FOUR LIABILITIES

All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made therefor.

ARTICLE FIVE DISTRIBUTION OF ASSETS

All remaining property and assets of the Corporation have been distributed among the shareholders in accordance with their respective rights and interests.

ARTICLE SIX LEGAL ACTIONS

There are no actions pending against the Corporation in any court.

ARTICLE SEVEN ELECTION TO DISSOLVE

A copy of the Corporate Consent of Shareholders to Dissolve, having been signed by all of the shareholders of the Corporation on the 28th day of February, 2001 is attached hereto.

DATED this 28th day of February, 2001

DENEBULA CORPORATION, a Florida
corporation

By: _____

Ginseppe Gentile, President and Director

**JOINT WRITTEN CONSENT
OF SOLE DIRECTOR AND SOLE SHAREHOLDER
OF
DENEbola CORPORATION**

The undersigned, constituting the sole Director and the Sole Shareholder of **DENEbola CORPORATION**, a Florida corporation, (the "Corporation") do hereby consent, pursuant to the Florida General Corporation Act, to the adoption of the following preambles and resolutions in lieu of a special joint meeting of the Board of Directors and Shareholder of the Corporation:

WHEREAS, STARLITE VENTURES LIMITED, a British Virgin Islands corporation, is the owner of 1,000 shares of the common stock of the Corporation, which constitute all of the issued and outstanding shares of the Corporation.

WHEREAS, the Corporation desires to adopt a Plan of Liquidation.

NOW, THEREFORE, BE IT RESOLVED, that the Plan of Liquidation of the Corporation in the form attached hereto, is hereby approved, ratified and adopted, thereby permitting the liquidation of the Corporation in accordance with §331 of the Internal Revenue Code, as amended (the "Code"), and the dissolution of the Corporation pursuant to Florida Statutes §607.1402; and

RESOLVED, that the President and Secretary of the Corporation be, and he is hereby authorized, empowered and directed in the name and on behalf of the Corporation, to take such additional action and to execute and deliver such additional agreements, documents and instruments

as he may deem necessary or appropriate to implement the provisions of the foregoing resolutions, the authority for the taking of such action and the execution and delivery of such agreements, documents and instruments to be conclusively evidenced thereby.

IN WITNESS WHEREOF, the undersigned has executed this unanimous Joint Written Consent as of the 28th day of February, 2004

DENEBULA CORPORATION, a Florida corporation

By: _____

GIUSEPPE GENTILE, President, Secretary and sole Director

Sole Stockholder:

STARLITE VENTURES LIMITED, a British Virgin Islands corporation

By: _____

GIUSEPPE GENTILE, Director

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