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10 MAY 20 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

DIS-5110
5/20/10
TL

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: NODO GROUP INTERNATIONAL INC

DOCUMENT NUMBER: P00000011570

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

ALFREDO BOCCALANDRO

(Name of Contact Person)

NODO GROUP INTERNATIONAL INC

(Firm/Company)

12157 W. LINEBAUGH AVE, PMB 332

(Address)

TAMPA FL 33626

(City/State and Zip Code)

For further information concerning this matter, please call:

ALFREDO BOCCALANDRO

(Name of Contact Person)

at (813) 792-5550

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:

NODO GROUP INTERNATIONAL INC

SECOND: The document number of the corporation (if known): P00000011570

THIRD: The date dissolution was authorized: 05/01/10

Effective date of dissolution if applicable: 05/01/2010
(no more than 90 days after dissolution file date)

FOURTH: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signature: 

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

ALFREDO BOCCALANDRO
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)

Filing Fee: \$35

10 MAY 20 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**JOINT ACTION BY WRITTEN CONSENT OF THE
STOCKHOLDER AND BOARD OF DIRECTORS OF**

NODO GROUP INTERNATIONAL, INC.

The undersigned, constituting the sole owner of the issued and outstanding capital stock of the corporation, and the sole member of the Board of Directors of **NODO GROUP INTERNATIONAL, INC.**, a professional service corporation organized and existing under the laws of the State of Florida, does hereby take the following action by unanimous written consent, pursuant to the provisions of Sections 607.0704 and 607.0821, Florida Statutes:

RESOLVED, that the following plan of liquidation in compliance with Section 331 of the Internal Revenue Code of 1986, as amended, be and hereby is adopted:

FIRST, that in the judgment of the sole stockholder and the sole member of the Board of Directors, of the corporation, it is deemed advisable and in the best interest of the corporation and its stockholder that the corporation should be liquidated; that a plan of complete liquidation consistent with the provisions of Section 331 of the Internal Revenue Code of 1986, as amended, be formulated to effect such liquidation in accordance with the terms hereinafter set forth in this resolution; provided, however, that notwithstanding any thing else herein contained to the contrary, the appropriate officers of the corporation are authorized and hereby directed to set aside such cash money as they in good faith shall deem advisable and reasonable to pay any unascertained or contingent liabilities and expenses of the corporation.



SECOND, that the proper officers of the corporation be and are hereby authorized to distribute, transfer, deed and/or assign to the corporation's sole shareholder in return for all of the issued and outstanding capital stock of the corporation all of the properties of the corporation which in their judgment should be liquidated in order to facilitate the complete liquidation of the corporation.

Joint Action by Written Consent of the
Stockholder and Board of Directors of
NODO GROUP INTERNATIONAL, INC.

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THIRD, that the actions provided for herein above, providing for the complete liquidation of the corporation and the distribution of its assets, be commenced as soon as practicable, but in no event shall such liquidation take place later than MAY 1 ,2010.

IN WITNESS WHEREOF, we have executed this Joint Action by Written Consent this 1ST day of May, 2010.

<u>Director</u>	<u>Stockholder</u>	<u>Number of Shares</u>
 _____ ALFREDO BOCCALANDRO	 _____ ALFREDO BOCCALANDRO	100
_____	_____	
_____	_____	