

Sep 5, 2006 3:50 PM  
Division of Corporations

No. 4161 P. 1 of 1

**P030000051886**

Florida Department of State  
Division of Corporations  
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**DISSOLUTION OR WITHDRAWAL**

**HEALTHFAIR INTERNATIONAL, INC.**

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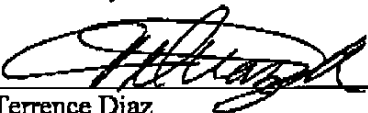
at vol 1

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**ARTICLES OF DISSOLUTION  
FOR  
HEALTHFAIR INTERNATIONAL, INC.**


HEALTHFAIR INTERNATIONAL, INC., a Florida corporation, executes the following articles of dissolution pursuant to Section 607.1403 of the Florida Business Corporation Act:

- FIRST:** The name of the corporation is HEALTHFAIR INTERNATIONAL, INC. (the "Corporation").
- SECOND:** The document number of the Corporation is P03000051886.
- THIRD:** The shareholders of the Corporation approved the dissolution of the Corporation on September 5, 2006.
- FOURTH:** The shareholders of the Corporation approved the dissolution of the Corporation by unanimous vote.
- EXECUTED:** This 5<sup>th</sup> day of September, 2006.

  
Terrence Diaz  
President, HealthFair International, Inc.

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was sworn to and subscribed before me this 5<sup>th</sup> day of ~~SEPTEMBER~~ 2006 by Terrence Diaz, as President of HealthFair International, Inc., a Florida corporation who is [☒] personally known to me or [☐] who has produced \_\_\_\_\_ as identification.

  
Signature of Notary Public  
My commission expires: 3-7-2010



**Mary E. Jordon**  
Commission # DD526267  
Expires March 7, 2010  
Bonded Title Fair - Insurance, Inc. 800-365-7079

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**WRITTEN RESOLUTIONS ADOPTED BY SHAREHOLDERS  
AND DIRECTORS IN LIEU OF SPECIAL MEETING  
OF HEALTHFAIR INTERNATIONAL, INC.**

September 5, 2006

The undersigned, being all the members of the Board of Directors (collectively, the "Directors") and all of the shareholders (collectively, the "Shareholders") of HEALTHFAIR INTERNATIONAL, INC, a Florida corporation (the "Corporation"), hereby consent to and take the following action in lieu of a special meeting of the Directors and Shareholders of the Corporation and instruct the Secretary of the Corporation to enter this Resolution in the minutes of the proceedings of the Corporation:

**APPROVAL OF DISSOLUTION**

RESOLVED, that the Directors and Shareholders hereby unanimously approve the dissolution of the Corporation effective as of September 5, 2006.

RESOLVED, that the Directors and Shareholders hereby unanimously approve the Articles of Dissolution attached hereto as **Exhibit "A"**.

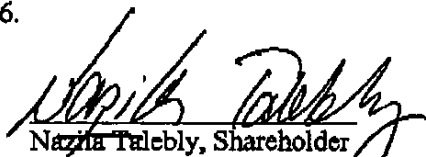
FURTHER RESOLVED, that the Directors and Shareholders of the Corporation hereby authorize Terrence Diaz to execute all documents associated with the Articles of Dissolution.

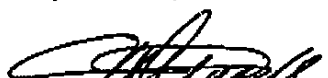
Execution of this Resolution by the undersigned being all of the members of the Board of Directors and all the Shareholders, pursuant to Sections 607.0821 and 607.0704 of the Florida Statutes, and the subsequent insertion of this Resolution in the minute book of the Corporation, waives any requirement of a formal meeting of the Board of Directors or of the Shareholders to conduct the business referred to herein.

Dated this 5<sup>th</sup> day of September, 2006.

  
Nazila Talebly, Director

  
Terrence Diaz, Director

  
Nazila Talebly, Shareholder

  
Terrence Diaz, Shareholder

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**EXHIBIT A**

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