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SECONSTANT OF STATE
TALLAHASSEE, FLORIDA



June 8, 2006

JOSE M. DE LA O, ESQ. 1108U PONCE DE LEON BLVD CORAL GABLES, FL 33134

SUBJECT: 1-2-3 HEALTHY FOODS CO. INC.

Ref. Number: P03000090685

We have received your document for 1-2-3 HEALTHY FOODS CO. INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please provide us with a copy of the Resolution and resumit for filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6908.

Letter Number: 506A00039480

Sylvia Gilbert Document Specialist

COVER LETTER

TO: Amendment Section Division of Corporations	
SUBJECT: 1-2.3 Healthy F	oods Co., Inc.
DOCUMENT NUMBER:	
The enclosed Articles of Dissolution and fee are subn	nitted for filing.
Please return all correspondence concerning this matter	er to the following:
Jose M.	de la O, Esq.
	rson) 2 a O, P.A.
(Address) Coral Gables	de Leon Blud. FL 33134
(City/State and Zip	Code)
For further information concerning this matter, please	call:
Jose M. de la O. at ((Name of Contact Person)	305 <u>442-6009</u> (Area Code & Daytime Telephone Number)
Enclosed is a check for the following amount:	
Certificate of Status Certified	nal copy is Certified Copy
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

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ARTICLES OF DISSOLUTION OF 1-2-3 HEALTHY FOODS CO., INC.

- 1. The name of the corporation is 1-2-3 Healthy Foods Co., Inc.,
- The names and respective addresses of its officers are:
 Maritza Fuentes, 4551 NW 94 CT., Miami, FL 33178
- The names and respective addresses of its directors are:
 Maritza Fuentes, 4551 NW 94 CT., Miami, FL 33178
- All debts obligations and liabilities of the corporation, if any, have been paid or discharged or adequate provision has been made therefore.
- 5. No property remained for distribution to shareholders after applying it to the payment of the liabilities and obligations of the corporation.
 - 6. There are no actions pending against the corporation in any court.

DATED this 28th day of April, 2006.

President

Secretary

STATE OF FLORIDA

COUNTY OF MIAMI-DADE:

BEFORE ME, personally appeared Maritza Fuentes who is the President and Secretary of the Corporation, who are personally known to me or who have produced as identification (type of identification) _____ and who did take an oath and acknowledged that they executed the foregoing Articles of Dissolution for the purposes therein expressed.

In Witness Whereof I have hereunto set my hand and seal on this 28 day of April, 2006.

Jose M. de la O Commission #DD312316 Expires: Apr 20, 2008 Bonded Thru Atlantic Bonding Co., Inc.

NOTARY PUBLIC, State of

Florida at Large

My Commission Expires:

ACTION BY WRITTEN CONSENT OF THE STOCKHOLDERS OF 123 HEALTHY FOODS CO., INC.

The undersigned, being all of the stockholders of 123 Healthy Foods Co, Inc. take and adopt the following action in writing without meeting on the date below written pursuant to the applicable provisions of the Florida Statutes:

RESOLVED:

- 1. That 123 Healthy Foods Co, Inc. be dissolved.
- 2. That the proper officers of the corporation take all actions that are necessary to effectuate the foregoing resolutions.

DATED: 1/20/____, 2006.

Maritza Fuentes