

P05000/60802

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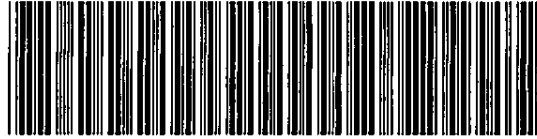
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07 MAR 14 AM 9:37

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

G. Goulet MAR 16 2007

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Notice of Corporate Dissolution

**DOCUMENT NUMBER:** P05000160802

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

Please return all correspondence concerning this matter to the following:

Tony Frudakis

(Name of Contact Person)

Quetzal Capital Funding 1, Inc.

(Firm/Company)

9040 Town Center Parkway

(Address)

Bradenton, FL. 34202

(City/State and Zip Code)

For further information concerning this matter, please call:

Charles Scimeca

(Name of Contact Person)

at ( 949 ) 355-8714

(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 OF  
QUETZAL CAPITAL FUNDING 1, INC.,  
A FLORIDA CORPORATION**

Pursuant to Section 607.1403 of the Florida Business Corporation Act, Quetzal Capital Funding 1, Inc., a Florida Corporation (the "Company"), hereby adopts the following Articles of Dissolution:

- FIRST:** The name of the Company is Quetzal Capital Funding 1, Inc.
- SECOND:** On March 5, 2007, the three shareholders of the Company unanimously approved the dissolution of the Company.
- THIRD:** The number of votes cast by the three shareholders for dissolution was sufficient for approval of that action.

**IN WITNESS THEREOF**, Quetzal Capital Funding 1, Inc. has caused these Articles of Dissolution to be executed in its name and on its behalf by the authorized person below on the 5<sup>th</sup> day of March, 2007.

**QUETZAL CAPITAL FUNDING 1, INC.**

By: Tony N. Frudakis  
President

APPROVED  
AND  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**IN WITNESS WHEREOF**, the undersigned Director and Shareholders have executed this consent as of March 5, 2007.

**SOLE DIRECTOR**

  
\_\_\_\_\_  
Tony N. Frudakis


**SHAREHOLDER**

  
\_\_\_\_\_  
Tony N. Frudakis

**SHAREHOLDER**

  
\_\_\_\_\_  
George Frudakis

**SHAREHOLDER**

  
\_\_\_\_\_  
Charles J. Scimeca

**QUETZAL CAPITAL FUNDING 1, INC.**

**UNANIMOUS CONSENT OF THE SHAREHOLDERS  
AND SOLE DIRECTOR  
IN LIEU OF MEETING**

**Dated as of March 5, 2007**

Pursuant to the authority contained in Sections 607.1403, 607.0704, 607.0207 and 607.0821 of the Florida Business Corporation Act, the undersigned shareholders and sole director of Quetzal Capital Funding 1, Inc., a Florida corporation (the "Company"), do hereby adopt the resolution set forth below and such resolution shall be deemed to have been adopted to the same extent and to have the same force and effect as though adopted at a meeting of shareholders and board of directors duly called and held for the purpose of acting upon proposals to adopt such resolutions in accordance with Sections 607.0207 and 607.0821 of the Florida Business Corporation Act.

**WHEREAS**, the Shareholders and the Board believe that it is in the best interests of the Shareholders for the Company to cease further operations; and

**THEREFORE, BE IT RESOLVED**, that the Shareholders and the Board hereby approve and authorize the execution of Articles of Dissolution to be filed on behalf of the Company, and

**IT IS FURTHER RESOLVED**, that the undersigned director of the Company is hereby authorized, empowered, and directed, in the name of and on behalf of the Company, to execute and deliver all such documents, instruments, schedules, forms, and certificates, to make all such payments or perform all such acts and things, and to execute and deliver all such other documents as may be necessary from time to time in order to carry out the intention and purpose of this resolution, that all of the acts and doings of any such officers that are consistent with the purpose of this resolution, are hereby authorized, approved, ratified and confirmed in all respects. Accordingly, the above resolution is hereby unanimously adopted.