

PD5000162502

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06 JUL 20 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: DISSOLUTION

DOCUMENT NUMBER: P05000162502

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

Please return all correspondence concerning this matter to the following:

ART BRADY

(Name of Contact Person)

CARDIOSLEEP, INC.

(Firm/Company)

14499 N. DALE MABRY HWY STE 250

(Address)

TAMPA, FL 33618

(City/State and Zip Code)

For further information concerning this matter, please call:

ART BRADY

(Name of Contact Person)

at (813) 868 1905

(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

July 19, 2006

New Filing Section
Florida Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Dear Sir/Madam:

Our company, CardioSleep, Inc., incorrectly filed as a Domestic Corporation in Florida, even though we are in fact a Delaware corporation. We are filed in Florida under document P05000162502. The filing was intended to be for a Foreign Profit corporation as all of our incorporation is based in Delaware. Subsequent to the filing we even filed a name change as a foreign corporation and it was processed.

We need to correct this situation as quickly as possible. Based on guidance I have received from calling the Amendments section, I have been directed to send the following documents:

1. Dissolution of the existing Florida Corporation, CardioSleep, Inc.
2. Statement saying the company releases claims on the name in Florida.
3. Application for Foreign Corporation.
4. Cover letter explaining the situation.

We are relinquishing all rights to operate under the name CardioSleep, Inc., as a Florida Corporation. We wish to quickly then become qualified as a foreign corporation using the same name. I have included all the appropriate documents in this single package, along with the payments appropriate to each action.

Please contact me right away if there is any problem with this request. I can be reached at 813-868-1905 or abrady@angelgrouppltd.com. My mailing address is as follows:

Art Brady
CardioSleep, Inc.
14499 N. Dale Mabry Hwy, Ste 250
Tampa, FL 33618

Thanks for your help,


Art Brady

VP
CardioSleep, Inc.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 6, 2006

ART BRADY
CARDIOSLEEP, INC.
14499 N. DALE MABRY HWY - STE. 250
TAMPA, FL 33618

SUBJECT: CARDIOSLEEP, INC.
Ref. Number: P05000162502

We have received your document for CARDIOSLEEP, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

There is no record of ARTHUR R. BRADY listed as INCORPORATOR or VICE-PRESIDENT of this corporation.

If the corporation is a **PROFIT** corporation it must be signed 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.

If the corporation is a **NOT FOR PROFIT** corporation it must be signed by the chairman or vice chairman of the board, president or other officer - if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

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) 245-6964.

Irene Albritton
Document Specialist

Letter Number: 306A00043778

ARTICLES OF DISSOLUTION

Pursuant to section 607.1401, 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:

CARDIOSLEEP, INC.

SECOND: The document number of the corporation (if known): P05000162502

THIRD: The file date of the articles of incorporation: 12/13/2005

FOURTH: (CHECK AT LEAST ONE BOX)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FIFTH: No debt of the corporation remains unpaid.

SIXTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SEVENTH: Adoption of Dissolution (CHECK ONE)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

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.)

PAUL STANLEY

(Typed or printed name of person signing)

CHAIRMAN/CEO

(Title of Person Signing)

Filing Fee: \$35

FILED
06 JUL 20 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA