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#### GUERNICA & GONZALEZ

### CERTIFIED PUBLIC ACCOUNTANTS 7300 NW 19 STREET

SUITE 102 MIAMI, FL 33126 OS FEB. 8 PM 1: 15

February 4, 2005

Department of State P. O. Box 6327 Tallahassee, FL 32314

Re: Mosaicando Company Articles of Dissolution

Ladies and Gentlemen:

Enclosed please find the Articles of Dissolution of Mosaicando Company and a check for \$ 35 covering the filing fees.

Kindly process the Articles of Amendment and return all resulting documentation to our office.

Sincerely,

Eduardo S. Gonzalez

For the firm



## ARTICLES OF DISSOLUTION (FS Section 607.1402 and 607.1403)

- 1. The name of the corporation is: Mosaicando Company.
- 2. The dissolution of this corporation was authorized effective the 21 st. day of December, 2004.
- 3. The dissolution was approved by Written Consent under Section 607.0704 by a majority of the shareholders, which number is sufficient for the approval of the dissolution.
- 4. A copy of the executed Written Consent to Dissolve the Corporation is attached hereto and made part hereof.

DATED this 21st. day of December, 2004.

Antdnietta Di Pietro, President

## WRITTEN CONSENT OF STOCKHOLDERS OF MOSAICANDO COMPANY

#### IN LIEU OF SPECIAL MEETING OF STOCKHOLDERS PURSUANT TO SECTIONS 607.0704 AND 607.1402 OF THE FLORIDA GENERAL CORPORATION ACT

In lieu of a meeting to liquidate and dissolve, the undersigned, being the Sole Stockholder of the above named corporation, hereby takes the following actions and adopts the following Resolutions by written consent in lieu of a Special Meeting of the Stockholders:

RESOLVED, that the corporation be liquidated in accordance with the provisions of the Internal Revenue Code of 1986, as amended; and

RESOLVED, that in accordance with such plan of liquidation, the officers and directors of the corporation are authorized and directed to:

- 1. Liquidate the assets of the corporation and provide for the payment of the outstanding debts of the corporation;
- 2. Distribute the remaining assets of the corporation in reduction and cancellation of the outstanding stock of the corporation;
- 3. File a Certificate of Dissolution with the Secretary of State in Tallahassee, Florida; effective December 21, 2004 and
- 4. File all other forms and documents required by the State of Florida and the Federal Government, including all requisite tax returns, as soon as possible after the distribution of the corporate assets; and

RESOLVED, that all actions taken on behalf of this corporation by the officers and directors in connection with the foregoing determination to liquidate and dissolve the corporation and liquidate and transfer its assets are hereby ratified and confirmed in all aspects.

DATED effective the 21st. day of December, 2004.

Stackholder:

10. 1 %

Antonietta Di Pietro, President & Director.