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EXECUTIVE MANAGEMENT & CONSULTANT SERVICES, INC.  
2100 West 76th Street, Suite 207  
Hialeah, Florida 33016

Tel: (305) 825-3111

Fax: (305) 825-3080

October 7, 1997

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

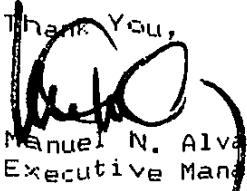
FLORIDA DEPARTMENT OF STATE  
Division of Incorporation  
P.O. Box 6327  
Tallahassee, Florida 32314

REF: DISSOLUTION: MED STAR EQUIP, INC.

Dear Sir/Madam:

Enclosed herewith are Articles of Dissolution for the above captioned. Also enclosed is a check in the amount of \$35.00 for the fee.

If you should have any questions, you may contact my office.

Thank You,  
  
Manuel N. Alvarez  
Executive Management

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosures: (2) Articles of Dissolution

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ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: MED STAR EQUIP, INC.

SECOND: The articles of incorporation were filed on: February 24th, 1997

THIRD: (CHECK ONE)

( ) None of the corporation's shares have been issued.

The corporation has not commenced business.  
*mk*

FOURTH: No debt of the corporation remains unpaid.

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

SIXTH: Adoption of Dissolution (CHECK ONE)

( ) A majority of the incorporations authorized the dissolution.

A majority of the directors authorized the dissolution.  
*mk*

Signed this 25th day of June , 1997.

Signature *Marc Kemp*  
Marc H. Kemp  
President/Secretary