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COLEMAN & CO., PC 06-97
CERTIFIED PUBLIC ACCOUNTANTS
1805 WEST 38TH STREET
ERIE, PA 16508-2168
(814) 866-3000

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02 SEP 19 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ______ (Corporation Name) ______ (Document #)

2. ______ (Corporation Name) ______ (Document #)

3. ______ (Corporation Name) ______ (Document #)

4. ______ (Corporation Name) ______ (Document #)

- ☐ Walk in
- ☐ Mail out
- ☐ Pick up time ______
- ☐ Will wait
- ☐ Photocopy
- ☐ Certified Copy
- ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☑ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

9/19/02

Examiner's Initials T. Lewis

CR2E031(7/97)

ARTICLES OF DISSOLUTION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: FLORIDA CHARTER SYSTEMS, INC.

SECOND: The date dissolution was authorized: DECEMBER 31, 2001

THIRD: Adoption of Dissolution (CHECK ONE)

- [x] Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

- [ ] Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

____
(voting group)

Signed this 31st day of DECEMBER, 2001.

Signature ____________________
(By the Chairman or Vice Chairman of the Board, President, or other officer)

JOHN C. LYONS, M.D.
(Typed or printed name)

PRESIDENT
(Title)

CERTIFICATE OF DISSOLUTION
FLORIDA CHARTER SYSTEMS, INC.

We, the President, and Secretary of Florida Charter Systems, Inc. in accordance with the requirements of the Corporation Laws of the State of Florida and in order to obtain the dissolution of said Corporation, as provided by said Law.

DO HEREBY CERTIFY AS FOLLOWS:

The registered office of Florida Charter Systems, Inc. is at 2566 West 12th Street, Erie, Pennsylvania, and the resident agent thereof, upon whom process against this Corporation may be served, is John C. Lyons, M.D., President - Secretary.

The dissolution of said Corporation has been duly authorized in accordance with the provisions of the Corporation Laws of the State of Pennsylvania.

The following is a list of the names and residence addresses of the directors of the said Corporation:

John C. Lyons, M.D., 2152 South Shore Drive, Erie, PA

The following is a list of the names and residence addresses of the officers of the Corporation:

John C. Lyons, M.D., President/Secretary, 2152 South Shore Drive, Erie, PA

A TRUE RECORD

Attest

President

Secretary

RESOLUTION OF BOARD OF DIRECTORS OF FLORIDA CHARTER SYSTEMS, INC.

RESOLVED, that in the judgement of this Board of Directors, it is deemed advisable and for the benefit of its stockholders that said Corporation should be dissolved; and to that end, as required by law it is ordered that a meeting of those stockholders of said Corporation having voting power to take action upon this resolution is hereby called, to be held at the principal office of said Corporation, at 2566 West 12th Street, Erie, PA, on December 31, 2001, at 12:00 noon, and

RESOLVED FURTHER, that the Secretary of this Corporation is hereby authorized and directed to cause notice of the adoption of this resolution to be mailed to each stockholder of this Corporation residing in the United States, or elsewhere.

I do hereby certify that I am the duly elected and qualified Secretary, and that the above is a true and correct copy of a resolution duly adopted at a meeting of the Board of Directors thereof, convened and held in accordance with law and the by-laws of said Corporation on December 31, 2001, and that such resolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name as Secretary and have caused the corporate seal of said Corporation to be hereunto affixed, this 31st day of December, 2001.

A True Record

Attest

Secretary

RESOLUTION OF STOCKHOLDERS
FLORIDA CHARTER SYSTEMS, INC.

RESOLVED, that Florida Charter Systems, Inc. dissolve its charter to the State of Florida and that it cease to be and exist as a corporation, and

RESOLVED, FURTHER, that John C. Lyons, M.D., the President, and John C. Lyons, M.D., the Secretary, of Florida Charter Systems, Inc., are hereby authorized and directed to file the necessary certificate of dissolution of this Corporation with the Secretary of the State of Florida, and such other official office as may be required by law, and

RESOLVED, FURTHER, that the Board of Directors of this Corporation is hereby authorized, empowered, and directed to do all things necessary and requisite to settle the affairs of the Corporation, to collect the outstanding debts, to provide for the payment of the liabilities and obligations of the Corporation, to distribute its assets, and to do all other things necessary to carry into effect the foregoing resolution.

I do hereby certify that I am the duly elected and qualified Secretary, and that the above is a true and correct copy of a resolution duly organized at a meeting of the stockholders thereof, convened and held in accordance with law and the by-laws of said Corporation on December 31, 2001, and that such resolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed by name as Secretary and have caused the corporate seal of said Corporation to be hereunto affixed, this 31st day of December, 2001.

A True Record

Attest

Secretary

AFFIDAVIT OF SECRETARY OF FLORIDA CHARTER SYSTEMS, INC.

State of Florida

John C. Lyons, M.D., being duly sworn, deposes and says:

1. That he is the Secretary of Florida Charter Systems, Inc., a corporation duly created, organized, and existing under and by virtue of the laws of the State of Florida.

2. That he is the custodian of the stock book of said corporation.

3. That the total number of shares of the capital stock of the said corporation issued and outstanding on December 31, 2001, is 100,000 shares, and that the persons whose signatures are affixed to the foregoing consent are the holders of more than a majority of the said capital stock so issued and outstanding as of said date.

A TRUE RECORD

Attest

Secretary

Sworn to before me this 31st day of December, 2001.

Notary Public