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DISSOLUTION OR WITHDRAWAL

RALPH A. DE MATTEIS, M.D., P.A.

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**ARTICLES OF DISSOLUTION
OF
RALPH A. DEMATTEIS, M.D., P.A.**

EFFECTIVE DATE
11-30-07

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, these Articles of Dissolution provide that:

ARTICLE I - NAME

The name of the corporation is RALPH A. DEMATTEIS, M.D., P.A. (the "Company").

ARTICLE II - DATE DISSOLUTION AUTHORIZED

The dissolution, which is to be effective as of 11:59 p.m. on November 30, 2007, was authorized by the Company's Board of Directors, and by the Company's sole shareholder, on oct 15, 2007.

ARTICLE III - SHAREHOLDER APPROVAL

The dissolution was approved by the Company's sole shareholder, which is sufficient for dissolution of the Company.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Company by the duly authorized undersigned officer on the date set forth hereinbelow.

RALPH A. DEMATTEIS, M.D., P.A.

By: Ralph A. Dematteis M.D. P.A.
Ralph A. Dematteis, M.D., its President

Date: 10/15/07

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