

518862

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MARK N. MILLER	TED W. WEEKS, III
PATRICK J. MURPHY	
	A. H. LANE (RETIRED)

December 17, 1999

VIA FEDERAL EXPRESS

FLORIDA DEPARTMENT OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-12/21/99--01002--004
*****87.50 *****43.75

Re: Edwin C. Leonard, Jr., D.D.S., P.A.

Gentlemen:

Enclosed please find the original and a duplicate of Articles of Dissolution of Edwin C. Leonard, Jr., D.D.S., P.A., a Florida professional service corporation (Document Number 518862). Please file the original of the Articles of Dissolution and return the duplicate to the undersigned duly certified to show the date of filing.

Also, please find enclosed our Firm's check made payable to the Florida Department of State in the amount of \$87.50 to cover the filing fee of \$35.00 and the fee for a certificate copy of \$52.50.

PLEASE NOTE THAT THE EFFECTIVE DATE OF THE DISSOLUTION IS TO BE DECEMBER 31, 1999.

Of course, if there are any questions concerning the enclosed Articles of Dissolution, please contact the undersigned at 863/284-2213 in Lakeland.

Thanking you for your usual cooperation, I am

EFFECTIVE DATE
12-31-99

Yours very truly,

Robert J. Bertrand

RJB/mcd

Enclosures

xc: Edwin C. Leonard, Jr., D.D.S.

Mr. James McMahan

FILED
99 DEC 21 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LANE, TROHN, BERTRAND & VREELAND, P.A.

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WWW.LANETROHN.COM

EFFECTIVE DATE

12-31-99


ARTICLES OF DISSOLUTION
OF
EDWIN C. LEONARD, JR., D.D.S., P.A.

FILED
99 DEC 21 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1403, Florida Statutes, as amended, EDWIN C. LEONARD, JR., D.D.S., P.A., a Florida professional service corporation (Document Number 518862), hereby adopts the following Articles of Dissolution for the purpose of dissolving the corporation:


- (1) The name of the corporation is EDWIN C. LEONARD, JR., D.D.S., P.A.
- (2) The date on which the dissolution of the corporation was authorized is December 17th, 1999, with the effective date of the dissolution to be December 31, 1999.
- (3) The dissolution was approved by the unanimous written consent of Edwin C. Leonard, Jr., D.D.S., being the Sole Shareholder and the Sole Director of the Corporation.

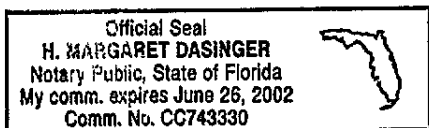
EXECUTED this 17th day of December, 1999.


EDWIN C. LEONARD, JR., D.D.S., being
the President, Sole Shareholder and Sole
Director of EDWIN C. LEONARD, JR.,
D.D.S., P.A.

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 17th day of December, 1999, by Edwin C. Leonard, Jr., D.D.S., being the President, Sole Shareholder and Sole Director of Edward C. Leonard, Jr., D.D.S., P.A., a Florida professional service corporation, on behalf of said corporation.


NOTARY PUBLIC,
State of Florida at Large
H. Margaret Dasinger
(Printed Name)



(AFFIX NOTARY SEAL)

My commission expires June 26, 2002

**PLAN FOR THE COMPLETE
LIQUIDATION AND DISSOLUTION
OF
EDWIN C. LEONARD, JR., D.D.S., P.A.**

This plan (the "Plan") is for the purpose of effecting the complete liquidation of EDWIN C. LEONARD, JR., D.D.S., P.A., a Florida professional service corporation (referred to below as the "Corporation"), in accordance with the applicable provisions of Sections 331 and 336 of the Internal Revenue Code of 1986, as amended, pursuant to the following steps:

1. The effective date of the Plan shall be December 31, 1999 (referred to below as the "Effective Date"), provided that the Plan, on or prior to the Effective Date, shall have been duly adopted by the sole Director of the Corporation and by the sole Shareholder of the Corporation.

2. From and after the Effective Date, the Corporation shall not engage in any business activities except for the purposes of preserving the values of its assets and properties, winding up its business and affairs and distributing its net assets and properties in accordance with the Plan.

3. The Corporation shall comply with Florida law as to the giving of notice of the proposed dissolution to each known creditor of, and claimant against, the Corporation.

4. As of the Effective Date, the Corporation shall proceed to collect its assets and properties, to pay, satisfy or discharge its liabilities and obligations or make adequate provision for the payment and discharge thereof, and do all other acts required to liquidate its business and affairs. At the option of the sole Director of the Corporation, there shall be set aside, in cash and other assets, a reserve fund in an amount determined by the sole Director to be reasonably required for the payment of estimated expenses, taxes and contingent liabilities and obligations (including expenses of liquidation, dissolution and distribution of assets and properties).

5. After paying and discharging all of its liabilities and obligations or making adequate provision for the payment and discharge thereof, the Corporation shall distribute the remainder of its assets and properties, either in cash or in kind, to its Shareholders.

6. If a reserve fund is established pursuant to the provisions of paragraph 4 above, then, at such time as the Board of Directors of the Corporation shall determine that there is no further need for such reserve fund, the Officers and the sole Director of the Corporation shall forthwith cause any cash or other assets held in such reserve fund to be distributed to the sole Shareholder of the Corporation.

7. The Corporation shall be voluntarily dissolved by filing Articles of Dissolution

with the office of the Florida Secretary of State as provided by Florida law.

8. The Officers and the sole Director of the Corporation shall carry out and consummate the Plan and shall have the power to adopt all resolutions, execute all documents, file all tax returns and other documents, and take all other actions that they may deem necessary or proper in order to effectuate the complete liquidation of the Corporation and, at the appropriate time, in accordance with the foregoing provisions, to effectuate the dissolution of the Corporation, but nothing herein shall be construed as permitting either the Officers or the sole Director of the Corporation to execute any documents or take any actions that would be inconsistent with the provisions of Sections 331 and 336 of the Internal Revenue Code of 1986, as amended, or the regulations issued thereunder.