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WARNER, FOX, SEELEY, DUNGEY & SWEET

L.L.P.

1100 S. FEDERAL HIGHWAY
P.O. DRAWER 6
STUART, FLORIDA 34995-0006
(561) 287-4444
TELEFAX (561) 220-1489

ANTHONY L. CONTICELLO
LOUIS E. LOZEAU, JR.
WILLIAM R. PONSOLDT, JR.
***BETH TEARDO PRINZ

JUPITER (561) 744-6499

DEBORAH B. BEARD
RICHARD J. DUNGEY*
M. LANNING FOX*
GARY L. SWEET
THOMAS E. WARNER**
TIM B. WRIGHT

ROBERT L. SEELEY
AARON A. FOOSANER
OF COUNSEL

*BOARD CERTIFIED REAL ESTATE LAWYER
**BOARD CERTIFIED CIVIL TRIAL LAWYER

***BOARD CERTIFIED WILLS, TRUSTS
& ESTATE LAWYER

July 1, 1998

EFFECTIVE DATE
7-31-98

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

800002580268--9
-07/06/98--01061--021
*****87.50 *****87.50

RE: MARK S. BEATTY, M.D., P.A.

Ladies/Gentlemen:

Enclosed please find duplicate original and one copy of Articles of Dissolution and our check in the amount of \$87.50 representing the following:

Filing Fee	\$35.00
Certified Copy Fee	\$52.50
	\$87.50

Please forward the certified copy of the Articles of Dissolution to the undersigned.

Sincerely,

M. Lanning Fox
MLF/jsg

Enclosures

pc: Mark S. Beatty, M.D.

FILED
98 JUL -6 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VOID DIS
DRG
7-15

EFFECTIVE DATE
7-31-98

ARTICLES OF DISSOLUTION

of

MARK S. BEATTY, M.D., P.A.

FILED

98 JUL -6 AM 11:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is: MARK S. BEATTY, M.D., P.A.
2. Dissolution was authorized on: June 24, 1998.
3. Effective date of Dissolution: July 31, 1998.
4. The number of votes cast for dissolution by the shareholders was sufficient to approve.

DATED this 24th day of June, 1998.

MARK S. BEATTY, M.D., P.A.
a Florida corporation

By: _____

Mark S. Beatty

Its: President

ATTEST: _____

Mark S. Beatty

Its: Secretary

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this ____ day of June, 1998, by Mark S. Beatty, as President and Secretary, of MARK S. BEATTY M.D., P.A., a Florida corporation, on behalf of the corporation.

(Notary Seal)

NOTARY PUBLIC
STATE OF FLORIDA

My Commission Expires:

CONSENT TO ACTION BY SHAREHOLDERS AND DIRECTORS
OF
MARK S. BEATTY, M.D., P.A.

ATE

Pursuant to Article II, Section 9 and Article IV, Section 6 of the Bylaws of the above-named corporation, and Sections 607.0704 and 607.0821, Florida Statutes, the undersigned, being all of the shareholders and directors of the Corporation, hereby consent to the following actions, effective July 31, 1998.

RESOLVED, that in the judgment of the board of directors of the corporation, it is deemed advisable and for the benefit of the corporation that it should be liquidated and dissolved; and

FURTHER RESOLVED, that, subject to approval of the shareholders of the corporation and effective with the date of such approval, a plan of complete liquidation be, and it hereby is, formulated to effect such liquidation and dissolution in accordance with the following resolutions; and

FURTHER RESOLVED, that within thirty (30) days after the date of the meeting at which the shareholders approve the plan of liquidation, the accountant for the corporation shall file Form 966 with the District Director of the Internal Revenue together with a certified copy of this resolution; and

FURTHER RESOLVED, that the proper officers of the corporation be, and they hereby are, authorized to sell or otherwise liquidate any and all of the properties of the corporation which in their judgment should be sold or liquidated to facilitate the liquidation of the corporation; and

FURTHER RESOLVED, that the proper officers of the corporation be, and they hereby are, authorized and directed to wind up the business of the corporation; cause notice of the liquidation and dissolution of the corporation to be mailed to each known creditor of, and claimant against, the corporation; and proceed to collect the assets of the corporation, convey and dispose of such of its properties as are not to be distributed in kind to its shareholders; pay, satisfy, or discharge its liabilities and obligations, or make adequate provision for payment and discharge thereof; and do all other acts required to liquidate the business and affairs of the corporation; and

FURTHER RESOLVED, that after paying or discharging all of the obligations of the corporation or making adequate provision for payment and discharge thereof, the remaining assets of the corporation shall be distributed, either in cash or in kind, among its shareholders according to their respective rights and interests; provided, however, that if the president and the secretary of this corporation, in their sole discretion, shall deem it appropriate, property not easily divisible shall be distributed in kind to a trustee for the benefit of the shareholders of the corporation according to their respective rights and interests; and

FURTHER RESOLVED, that upon completing the foregoing liquidation procedures, the proper officers of this corporation be, and they hereby are, authorized and directed to file articles of dissolution pursuant to Section 607.1403, Florida Statutes, with the Secretary of State of the State of Florida; and

FURTHER RESOLVED, that the proper officers of this corporation be, and they hereby are, authorized and directed to pay all such fees and taxes and to do or cause to be done such other acts and things as they deem necessary or proper in order to carry out the liquidation and dissolution of the corporation and to fully effectuate the purposes of the foregoing resolutions; and

FURTHER RESOLVED, that the shareholders of this corporation hereby consent and approve the liquidation and dissolution of the corporation, all in accordance with the terms and provisions of the plan of complete liquidation adopted by the board of directors of the corporation at this meeting, which plan of liquidation is in all respects adopted and approved; and

FURTHER RESOLVED, that the proper officers of the corporation be, and they hereby are, authorized and directed to execute and file articles of dissolution pursuant to Section 607.1403, Florida Statutes, with the Secretary of State of the State of Florida; and

FURTHER RESOLVED, that the proper officers of this corporation be, and they hereby are, authorized and directed to do or cause to be done all such acts and things as they may deem necessary or proper in order to effect the liquidation and dissolution of the corporation in accordance with the plan of complete liquidation adopted herein by the board of directors of this corporation.

Executed at Stuart, Florida, on June 24, 1998..



Mark S. Beatty, Sole Shareholder and Director