

GRAHAM, COTTRILL, JACKSON, BATTS & HOSTETTER, P.A.

CERTIFIED PUBLIC ACCOUNTANTS
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December 15, 2000

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FILED
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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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

Re: Norris Associates, Thoracic and Cardiovascular Surgery, P.A.
59-1263811

Attached please find Articles of Dissolution for the above referenced entity along with a check in the amount of \$52.50 which includes the filing fee of \$35, \$8.75 for a certified copy of the dissolution and \$8.75 for a certificate of status.

If you have any questions or need more information please contact me accordingly.

Very truly yours,



H. Blake Hostetter, CPA

Diss
1-3-01
HBS

HBH:bjs
Attachments

ARTICLES OF DISSOLUTION

Pursuant to § 607.1403. See attached Florida Statutes, the undersigned Corporation submits these Articles of Dissolution:

FIRST: The name of this Corporation is Norris Associates Thoracic and Cardiovascular Surgery, P.A. It was organized under the laws of the State of Florida.

SECOND: The date dissolution was authorized: November 30, 2000

THIRD: Adoption of Dissolution (CHECK ONE)

☒ 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 by voting groups was not required)

Signed this 13th day of December, 2000.

Signature Franklin G. Norris M.D.
(By the Chairman or Vice Chairman of the Board, President, or other Officer)

Franklin G. Norris
(Typed or printed name)

President
(Title)

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

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**WRITTEN CONSENT TO ACTION BY THE SHAREHOLDER
OF NORRIS ASSOCIATES, THORACIC AND
CARDIOVASCULAR SURGERY, P.A.**

**AUTHORIZING DISSOLUTION OF THE
CORPORATION AND ADOPTING A PLAN OF
LIQUIDATION & DISSOLUTION**

The undersigned being the sole Shareholder of Norris Associates, Thoracic and Cardiovascular Surgery, P.A., a Florida Corporation, acting in accordance with § 607.0704 of the Florida Business Corporation Act, hereby waive all notice of time, place, or purpose of the meeting and approve, adopt, and take the following actions by means of this written consent:

WHEREAS, the Shareholder has determined that it is advisable and beneficial for the Corporation that it be liquidated and dissolved; and

WHEREAS, the Shareholder does hereby adopt a Plan of Liquidation and Dissolution for the Corporation;

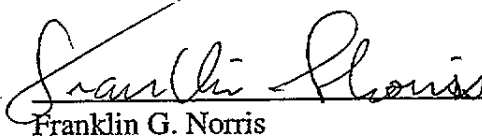
RESOLVED, That the following Plan of Liquidation is adopted to assemble and marshal the assets of the Corporation, pay or make adequate provision for the debts of the Corporation, and to distribute any remaining assets of the corporation.

1. The Corporation shall be liquidated pursuant to Section 331 of the Internal Revenue Code and § 607.1402(6) of the Florida Statutes.
2. All liabilities and obligations of the Corporation will be paid or discharged, or adequate provision will be made for them.
3. The Officers of the Corporation are authorized to sell or otherwise liquidate all of the properties and assets of the Corporation that they deem necessary or advantageous to facilitate the liquidation of the Corporation.
4. The Officers of the Corporation are authorized to do any and all things necessary or convenient to carry these Resolutions into effect, including, but not limited to the following:
 - (a) Executing any and all instruments of conveyance;
 - (b) Paying all taxes and fees;
 - (c) Executing all documents required by law to be filed;
 - (d) Retaining professional advisors; and

- (e) Doing all other things necessary or convenient to effect the dissolution of the Corporation.
5. After the provision for, or payment of, the known debts and liabilities of the Corporation, the Officers are authorized and directed to distribute the remaining cash or other assets of the Corporation to the Shareholders of record according to their respective rights and interest in exchange for their shares in the Corporation.

The effective date of dissolution shall be November 30, 2000
DATED this 30th day of November, 2000.

SHAREHOLDER:


Franklin G. Norris