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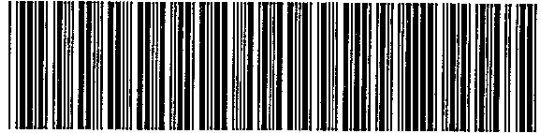
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FL

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JOSEPH A. MORRISON
ATTORNEY AT LAW

3500 SOUTH FLORIDA AVENUE - SUITE 3
LAKELAND, FLORIDA 33803-4869

TELEPHONE (863) 644-3399
FAX (863) 644-2921

December 10, 2003

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Dr. Allen M. Weinstein, P.A.

Dear Sir/Madam:

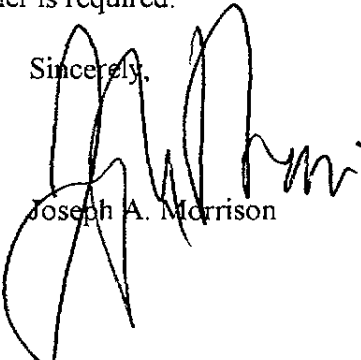
I am enclosing the original and one copy of proposed Articles of Dissolution for the above corporation. Please file the originals and return a certified copy to me.

Also enclosed is my check payable to you for your charges as follows:

Filing Fee	\$ 35.00
Certified Copy	8.75
Certificate of Status	<u>8.75</u>
Total:	\$52.50

Please let me know if anything further is required.

Sincerely,


Joseph A. Morrison

JAM/jh

Enclosures

cc: Beatrice Weinstein

ARTICLES OF DISSOLUTION OF DR. ALLEN M. WEINSTEIN, P.A.

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation.

1. The name of the corporation is Dr. Allen M. Weinstein, P.A.
2. The name and address of the sole officer of the corporation is as follows:

Beatrice A. Weinstein, President, Secretary and Treasurer,
4415 Scottswood Drive, Lakeland, FL 33813

3. The name and address of the sole director of the corporation is as follows:

Beatrice A. Weinstein, Director, 4415 Scottswood Drive, Lakeland, FL 33813

4. Dissolution was authorized on December 5, 2003, by unanimous consent of the Shareholders and Directors.

5. The number of votes cast for dissolution was sufficient for approval.

6. All liabilities and obligations of the corporation have been paid or discharged or Adequate provision has been made for the payment of all of the liabilities and obligations of the corporation].


7. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interests or No property.

8. There are no actions pending against the corporation in any court.

9. The corporation elected to dissolve by unanimous written consent of its shareholders and directors, and such written consent has been signed by all shareholders and directors of the corporation. A copy of the written consent is attached to these articles.

Dated December 5, 2003.

Dr. Allen M. Weinstein, P.A.

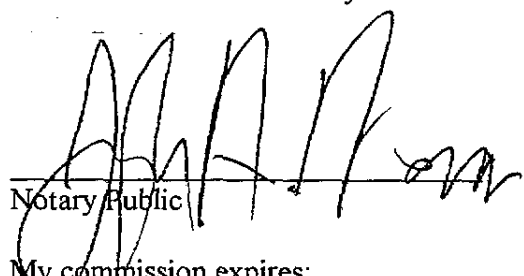

Beatrice A. Weinstein, President and sole shareholder

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SECRETARY OF STATE
TALLAHASSEE, FL 32399

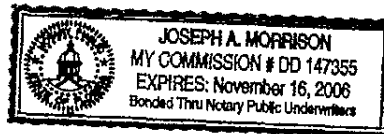
STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the state and county named above to take acknowledgments, personally appeared Beatrice A. Weinstein, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation, and Beatrice A. Weinstein acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the state and county named above this 5th day of December, 2003.


Notary Public

My commission expires:
(affix notarial seal)



CONSENT RESOLUTION OF DR. ALLEN M. WEINSTEIN, P.A.

The undersigned, constituting the sole director and shareholder of Dr. Allen M. Weinstein, P.A., waiving all requirements of notice, consent to the corporate action specified below and adopt the following resolutions by written consent, without a meeting.

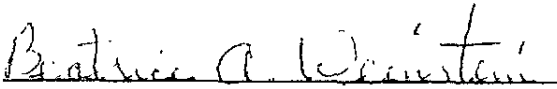
TRANSFER OF CORPORATE ASSETS TO SHAREHOLDER

RESOLVED, that in exchange for all of the outstanding shares of stock in the corporation which are owned by Beatrice A. Weinstein, the corporation shall transfer to Beatrice A. Weinstein, all of the assets, of the corporation, including any and all contract rights which it may possess with respect to the sale of its practice to William S. Wong, and any rights to amounts owed the corporation by Beatrice A. Weinstein.

DISSOLUTION OF CORPORATION

RESOLVED, that the corporation is hereby dissolved, by unanimous consent of the directors and shareholders, pursuant to the provisions of Florida Statute Section 607.1402,

WHEREOF, the undersigned being all of the directors and shareholders of Dr. Allen M. Weinstein, P.A., have executed this consent this 5th day of December, 2003.


Beatrice A. Weinstein