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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Lakeland Regional Medical Center Auxiliary, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

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____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION
FOR
LAKELAND REGIONAL MEDICAL CENTER AUXILIARY, INC.**

ARTICLE I - NAME

The name of the corporation that shall be dissolved is Lakeland Regional Medical Center Auxiliary, Inc. (the "Corporation").

ARTICLE II - AUTHORIZATION

In accordance with Section 617.1403 of the Florida Statutes, the undersigned Corporation hereby submits the following Articles of Dissolution for the purpose of dissolving the Corporation.

ARTICLE III - BOARD APPROVAL OF DISSOLUTION

The Corporation has no members entitled to vote on the dissolution. The date of adoption of the resolution to dissolve the Corporation by the Corporation's board of directors was August 16, 2006. The number of directors in office was eight (8) and the vote for adoption of the resolution to dissolve the Corporation was eight (8) for, and zero (0) against.

ARTICLE IV - EFFECTIVE DATE OF DISSOLUTION

The Articles of Dissolution shall be effective January 31, 2007.


Executed these Articles of Dissolution as of the 26 day of December, 2006

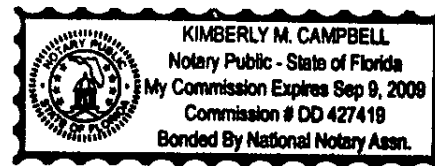
LAKELAND REGIONAL MEDICAL
CENTER AUXILIARY, INC.

By: William Dolen
WILLIAM DOLEN
President

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME the undersigned personally appeared William Dolen, as President of Lakeland Regional Medical Center Auxiliary, Inc., a Florida not for profit corporation, for and on behalf of the corporation, who is personally known to me, on this 26th day of December, 2006.


Notary Public
My commission expires:



PLAN OF DISTRIBUTION OF ASSETS
OF
LAKELAND REGIONAL MEDICAL CENTER AUXILIARY, INC.

THIS PLAN OF DISTRIBUTION OF ASSETS (the "Plan") is for the purpose of effecting the complete liquidation and dissolution of Lakeland Regional Medical Center Auxiliary, Inc., a Florida not for profit corporation (the "Corporation"), effective January 31, 2007, in accordance with Chapter 617 of the Florida Statutes, and in accordance with the provisions of the Internal Revenue Code of 1986, as amended, and the laws of the State of Florida, as follows:

1. In the judgment of the Board of Directors of the Corporation, it is advisable and for the benefit of the Corporation that the Corporation be completely liquidated and dissolved in accordance with the provisions of this Plan, which have been unanimously approved and adopted by the Board of Directors at a meeting duly called for that purpose.

2. Prior to making any distribution of the Corporation's assets, all of the known or ascertainable debts, liabilities and obligations of the Corporation shall be paid and discharged. The Corporation may set aside up to \$75,000.00 to be used for the payment of unascertained or contingent liabilities and expenses of the Corporation, including liabilities for taxes and expenses of liquidation and dissolution. Any amount remaining in the reserve fund after payment of these liabilities and expenses shall be distributed according to paragraph 6. of this Plan.

3. Any assets held by the Corporation upon a condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirement(s).

4. The \$80,145.65 certificate of deposit held by the Corporation shall be transferred to Lakeland Regional Medical Center Foundation, Inc., a Florida not for profit corporation, to establish a fund known as the "Helen McConville Continuing Education Fund" to be used for the continuing education of Lakeland Regional Medical Center, Inc.'s employees, under guidelines established by Lakeland Regional Medical Center Foundation, Inc.

5. All retail operations and accompanying inventory owned by the Corporation shall be transferred to Lakeland Regional Medical Center, Inc., a Florida not for profit corporation, subject to all known liabilities related to these certain assets, which are unpaid at the time of transfer.

6. All other corporate assets including all real and personal, tangible and intangible property, shall be distributed to Lakeland Regional Medical Center Foundation, Inc., a Florida not for profit corporation.

7. The continued activities of the Corporation shall be solely for the purpose of winding up its affairs, paying or providing for its debts, and distributing any remaining balance as set forth in this Plan.

8. The President of the Corporation shall make, execute and file, as required by law, the Articles of Dissolution of the Corporation pursuant to the Florida Statutes.

9. The Corporation, by its duly authorized officers, shall file Treasury Department Form 966 with the Internal Revenue Service, together with a certified copy of this Plan.

10. The Directors and officers of the Corporation shall carry out and consummate the Plan, and shall have all power to adopt all resolutions, execute all documents, file all papers, and take such other action as they deem necessary or desirable for the purpose of effectuating the complete liquidation and dissolution of the Corporation; provided, however, that nothing herein shall be construed to permit the Directors or officers to take any action which would be inconsistent with the provisions of the Internal Revenue Code of 1986, as amended, and the regulations promulgated thereunder, or applicable law of the State of Florida.

SIGNED this 26 day of December, 2006

LAKELAND REGIONAL MEDICAL
CENTER AUXILIARY, INC.
a Florida not for profit corporation

By: William Dolen
William Dolen, President

CERTIFICATION

The undersigned, as President of Lakeland Regional Medical Center Auxiliary, Inc. (the "Corporation"), hereby certifies that the foregoing plan of distribution of assets of the Corporation has been lawfully adopted by a majority vote of the board of directors of the Corporation in accordance with Section 617.1406(2), Florida Statutes, there being no members of the Corporation entitled to vote on a plan of distribution.

William Dolen
William Dolen, President