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DUANE MORRIS & HECKSCHER, P.A.
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DISSOLUTION

CONTINUING EDUCATION IN OPHTHALMOLOGY, INC.

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SECRETARY OF STATE
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**ARTICLES OF DISSOLUTION
OF
CONTINUING EDUCATION IN OPHTHALMOLOGY, INC.**

Pursuant to 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

- FIRST: The name of the corporation is: Continuing Education in Ophthalmology, Inc.
- SECOND: The corporation has no members with voting rights.
- THIRD: The resolution to completely liquidate and dissolve the corporation was adopted by the unanimous written consent of the board of directors on February 27, 2004.
- FOURTH: The number of directors then in office was four (4) and the vote for the resolution was unanimous.
- FIFTH: These Articles of Dissolution are effective on the date of filing.



Signature of Chairman, Vice Chairman, President or other officer

Paul Palmberg, M.D.

Typed or printed name

Director and President

Title

February 27, 2004

Date