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Refer to File No.

001677/942210

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January 15, 2001

Amendments & Mergers Section
Bureau of Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-01/19/01--01091--005
*****35.00 *****35.00

RE: St. Petersburg Medical Clinic Foundation, Inc.
Articles of Dissolution

Gentlemen:

Enclosed please find two executed copies of the Articles of Dissolution for the above-referenced corporation. Also enclosed is our check in the amount of \$35.00 representing the filing fee.

Please acknowledge filing of this document by stamping the duplicate copy and returning it to me. If you have any questions or require further information, please contact me by telephone.

Very truly yours,



Susan W. Carlson

SWC
Enclosures
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

all 1-23-01
not dissolve

ARTICLES OF DISSOLUTION
OF

ST. PETERSBURG MEDICAL CLINIC FOUNDATION, INC.

ST. PETERSBURG MEDICAL CLINIC FOUNDATION, INC., a Florida not-for-profit corporation, (the "Corporation"), is hereby dissolved under the laws of the State of Florida, including but not limited to Florida Statutes §617.1403.

ARTICLE I

Name

The name of the Corporation is: ST. PETERSBURG MEDICAL CLINIC FOUNDATION, INC.

ARTICLE II

Dissolution Authorized

The Corporation has no members. Dissolution was authorized on July 27, 2000, by the Corporation's Trustees by unanimous vote.

ARTICLE III

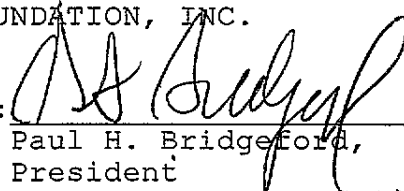
Disposition of Assets

Pursuant to Article IV of the Articles of Incorporation of the Corporation, after payment of the liabilities of the Corporation, its remaining assets have been distributed to organizations that qualify as exempt organizations under Section 501(c) of the Internal Revenue Code of 1986, as amended, as determined by the Board of Trustees.

Dated this 9th day of January, 2001.

ST. PETERSBURG MEDICAL CLINIC
FOUNDATION, INC.

By:


Paul H. Bridgeford,
President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA