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February 8, 1999

Division of Corporations  
Attn: Amendment Section  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Dissolution of Paul M. Mintz, Ph.D., P.A.

700002772437--9  
-02/11/99--01024--025  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Dear Sir or Madam:

Enclosed herewith are two (2) originals of the Articles of Dissolution with attached Shareholder's Consent to Voluntary Corporate Dissolution for the referenced corporation, which were executed on January 27, 1999. I have also enclosed a check in the amount of \$43.75 for the filing fee (\$35.00) and for certifying a copy of the Articles of Dissolution (\$8.75). Accordingly, please file the Articles of Dissolution with your office and return a certified copy to me in the stamped, self-addressed envelope provided.

Thank you for your assistance in this matter.

Sincerely yours,

J. Miles Buchman

JMB/wlw

Enclosures

cc: Jeffrey H. Winick, Esq. (w/o encls.)  
Mrs. Judy S. Mintz (w/o encls.)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION  
OF  
PAUL M. MINTZ, PH.D., P.A.

The undersigned president and secretary of Paul M. Mintz, Ph.D., P.A. hereby subscribes to these articles of dissolution pursuant to Florida Statutes Section 607.1403.

ARTICLE I - NAME

The name of this corporation is Paul M. Mintz, Ph.D., P.A.

ARTICLE II - OFFICERS

The names of the officers of this corporation are as follows.

President	Judith S. Mintz
Vice President	none
Secretary	Judith S. Mintz
Treasurer	Judith S. Mintz

The address of each of the above officers of this corporation is:

<u>Officer:</u>	<u>Address:</u>
Judith S. Mintz	507 2 <sup>nd</sup> Avenue, S.E. Lutz, Florida 33549

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ARTICLE III - DIRECTORS

The names of the directors of this corporation are:

Judith S. Mintz, Personal Representative of the Estate of Paul M. Mintz  
Jeffrey H. Winick

The address of each of the above directors of this corporation is:

<u>Director:</u>	<u>Address:</u>
Judith S. Mintz, Personal Representative of the Estate of Paul M. Mintz	507 2 <sup>nd</sup> Avenue, S.E. Lutz, Florida 33549
Jeffrey H. Winick	328 W. Bearrs Avenue, Suite B Tampa, Florida 33613

#### ARTICLE IV - DEBTS

All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provision has been made for them.

#### ARTICLE V - DISTRIBUTION OF PROPERTY

All remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

#### ARTICLE VI - NO PENDING ACTIONS

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

#### ARTICLE VII - CONSENT OF SHAREHOLDERS ATTACHED AND EFFECTIVE DATE

An executed copy of the Written Consent of the Shareholders to dissolve is attached. The Written Consent has been signed by all of the Shareholders of the corporation, a number sufficient for approval, and the dissolution was authorized on the date stated in the Shareholder's Written Consent as of January 27, 1999.

IN WITNESS WHEREOF, we have hereunto set our hand and seal this 27TH day of JANUARY, 1999.

Paul M. Mintz, Ph.D., P.A.

By: Judith S. Mintz  
Judith S. Mintz, President

Attest:

By: Judith S. Mintz  
Judith S. Mintz, Secretary

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SHAREHOLDER'S CONSENT TO  
VOLUNTARY CORPORATE DISSOLUTION OF  
PAUL M. MINTZ, PH.D., P.A.

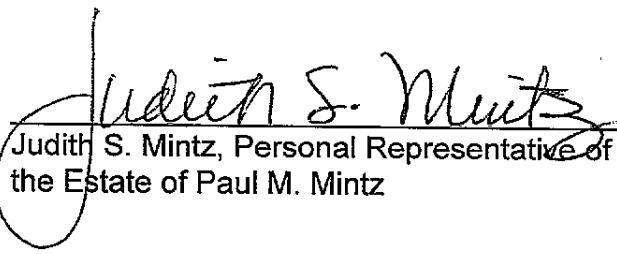
The undersigned, being all of the shareholders of Paul M. Mintz, Ph.D., P.A., consent to the voluntary dissolution of the corporation as of January 27, 19 99.

Dated this 27<sup>TH</sup> day of JANUARY, 19 99.

SHARES

SHAREHOLDERS

100%

  
Judith S. Mintz, Personal Representative of  
the Estate of Paul M. Mintz