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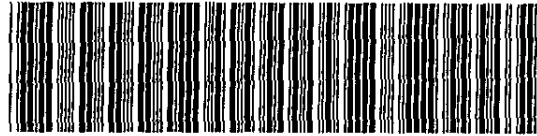
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December 29, 2004

VIA FEDERAL EXPRESS: 8481 3513 7806

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: Bay Area Perfusion Associates, Inc.

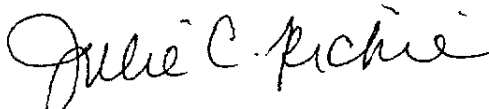
Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Dissolution for Bay Area Perfusion Associates, Inc.. Please file the original Articles of Dissolution and date stamp the copy and return it to our office in the postage paid envelope provided.

Also enclosed is a check in the amount of \$35.00 to cover the filing fee for the Articles of Dissolution.

Should you have any questions, please do not hesitate to contact our office.

Very truly yours,



Julie C. Richie
Legal Assistant to Christopher H. Norman

CHN:jcr
Enclosures

**ARTICLES OF DISSOLUTION
OF
BAY AREA PERFUSION ASSOCIATES, INC.**

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, these Articles of Dissolution provide that:

ARTICLE I - NAME

The name of the corporation is BAY AREA PERFUSION ASSOCIATES, INC. ("the Company").

ARTICLE II - DATE DISSOLUTION AUTHORIZED

The dissolution, which is to be effective as of 11:59 p.m. on December 31, 2004, was authorized by the Company's Board of Directors and by all of the Company's shareholders.

ARTICLE III - SHAREHOLDER APPROVAL

The dissolution was approved by all of the Company's shareholders, which is sufficient for dissolution of the Company.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Company by the duly authorized undersigned officer on the date set forth hereinbelow.

BAY AREA PERFUSION ASSOCIATES, INC.

By: Michael D. Glisson
Michael D. Glisson, its President

Date: 12-15-04

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