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April 6, 1999

Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-04/09/99--01049--002
*****35.00 *****35.00

Re: Articles of Dissolution

Gentlemen:

Please file the enclosed Articles of Dissolution of Cohen, Harris & Goldberg, M.D., P.A.

Also enclosed is our check in the amount of \$35.00 for the filing fee.

Kindly acknowledge this filing.

Very truly yours,


ALFRED I. HOPKINS

AIH:nb

Enclosures

FILED
99 APR -9 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Diss.

See 4/14

ARTICLES OF DISSOLUTION OF
COHEN, HARRIS & GOLDBERG, M.D., P.A.

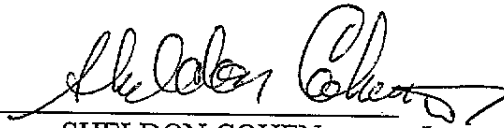
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Appended hereto is a true and correct copy of the "Joint Resolution of Directors and Shareholders Dissolving Cohen, Harris & Goldberg, M.D., P.A.".

As set forth in said Joint Resolution:

1. The corporation is a Florida corporation.
2. The Joint Resolution was executed by all of the directors and shareholders of said corporation.
3. The corporation has no assets and has no debts.
4. Dissolution was authorized on March 19, 1999.
5. The undersigned, as Secretary of the corporation, is authorized to file these Articles of Dissolution with the Secretary of State of Florida.

Dated this 19th day of March, 1999.



SHELDON COHEN,
Secretary

**JOINT RESOLUTION OF DIRECTORS
AND SHAREHOLDERS DISSOLVING
COHEN, HARRIS & GOLDBERG, M.D., P.A.**

The undersigned, Sheldon Cohen, M.D., Bernard L. Harris, M.D., and Howard M. Goldberg, M.D., who comprise all of the directors and shareholders of Cohen, Harris & Goldberg, M.D., P.A., a Florida corporation, do hereby dissolve said corporation.

The undersigned do further represent and agree that said corporation has no assets and has no debts.

The undersigned do hereby authorize and direct the Secretary of the corporation to file Articles of Dissolution with the Secretary of State of Florida.

Dated this 19th day of March, 1999.


SHELDON COHEN, M.D.


BERNARD L. HARRIS, M.D.


HOWARD M. GOLDBERG, M.D.