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REPLY TO:
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December 28, 1998

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

FILED
98 DEC 30 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Dissolution of Florida Audiology Associates, Inc.

Dear Secretary of State:

Enclosed please find Articles of Dissolution for Florida
Audiology Associates, Inc., and our check in the amount of \$35.00
in payment of your filing fee.

Thank you for your assistance.

Sincerely,

LITTMAN, SHERLOCK & HEIMS, P.A.

Virginia P. Sherlock

Virginia P. Sherlock

VPS/sjw
Enclosures

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-12/30/98--01044--017
*****35.00 *****35.00

Diss.

1-11-99

CC

ARTICLES OF DISSOLUTION
OF
FLORIDA AUDIOLOGY ASSOCIATES, INC.

FILED
98 DEC 30 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA AUDIOLOGY ASSOCIATES, INC., a Florida corporation, pursuant to the provisions of Chapter 607, Florida Statutes, hereby files these Articles of Dissolution of this corporation.

1. The name of the Corporation is FLORIDA AUDIOLOGY ASSOCIATES, INC.

2. The names and respective addresses of its officers and directors are:

MICHELE D. CARPENTER
586 SW Rustic Circle
Stuart, FL 34997

President
Director

ROBERT S. CARPENTER
586 SW Rustic Circle
Stuart, FL 34997

Vice President
Director

3. All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made therefor.

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

5. There are no actions pending against the Corporation in any Court.

6. A true copy of the resolution by which this Corporation elected to dissolve by act of the Corporation, which resolution was unanimously adopted by the shareholders of the Corporation on the 31st day of December, 1998, is attached hereto and by reference made a part hereof.

IN WITNESS WHEREOF, FLORIDA AUDIOLOGY ASSOCIATES, INC., a Florida corporation, has caused these Articles of Dissolution to be signed by its duly authorized officers this 28th day of December, 1999.

FLORIDA AUDIOLOGY ASSOCIATES, INC.

By: *Michael A. Carpenter*
Its President

ATTEST:

Michael A. Carpenter
Its Secretary

(Corporate Seal)

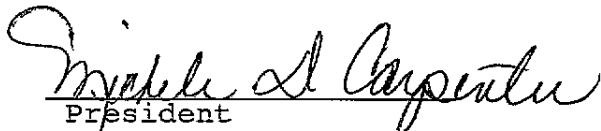
CORPORATE RESOLUTION

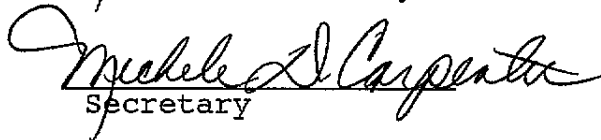
WHEREAS, the Board of Directors of Florida Audiology Associates, Inc., deems it to be in the best interest of the corporation and its shareholders to dissolve the Corporation;

BE IT RESOLVED, that the shareholders and directors of FLORIDA AUDIOLOGY ASSOCIATES, INC., a Florida corporation, have decided to dissolve the Corporation.

BE IT FURTHER RESOLVED that the president shall be empowered to accomplish all paperwork, executions of documents necessary to affect said proposed dissolution.

Done this 28th day of December, 1998.


President


Secretary