

MAY. -28' 99(FRI) 16:00

MACFARLANE FERGUSON MCMULLEN

TEL:442 8470

P.001

Page 1 of 1

Division of Corporations

H84567

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000012880 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)922-4000

From:

Account Name : MACFARLANE FERGUSON & MCMULLEN (CLEARWATER)
Account Number : 071005001001
Phone : (727)441-8966
Fax Number : (727)442-8470

FILED
99 MAY 28 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DISSOLUTION

PENINSULA MEDICAL ASSOCIATES, P.A.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing

Public Access Help

WLDIS
5/27/99
CRG 5-28
6

May 28, 1999

PENINSULA MEDICAL ASSOCIATES, P.A.
4110 MANATEE AVE W
BRADENTON, FL 34205US

SUBJECT: PENINSULA MEDICAL ASSOCIATES, P.A.
REF: H84567

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

Please correct your document to reflect that it is filed pursuant to the correct statute number.

THE CORRECT STATUTE NUMBER IS 607.1403.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H99000012880
Letter Number: 399A00029536

May 28, 1999

PENINSULA MEDICAL ASSOCIATES, P.A.
4110 MANATEE AVE W
BRADENTON, FL 34205US

SUBJECT: PENINSULA MEDICAL ASSOCIATES, P.A.
REF: H84567

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The phone number of the preparer of the original document must be contained in the lower left-hand corner of the first page of the document.

Please correct your document to reflect that it is filed pursuant to the correct statute number.

THE CORRECT STATUTE NUMBER IS 607.1405 AND IT SHOULD REPLACE 607.267 IN THE FIRST PARAGRAPH,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H99000012880
Letter Number: 299A00029623

H990000128803

ARTICLES OF VOLUNTARY DISSOLUTION OF CORPORATIONSTATE OF FLORIDA
COUNTY OF PINELLAS

We, the undersigned President and Secretary of PENINSULA MEDICAL ASSOCIATES, P.A., a corporation organized under the laws of the State of Florida, do hereby, for the purposes of complying with the provisions of Florida Statute 607.1403 (1987), in relation to the voluntary dissolution of a corporation, make and attest these Articles of Dissolution and attach hereto the written consent of the Shareholders of PENINSULA MEDICAL ASSOCIATES, P.A. for dissolution and certify as follows:

1. The name of the Corporation is PENINSULA MEDICAL ASSOCIATES, P.A. The Articles of Incorporation of said Corporation were filed in the office of the Secretary of State of Florida on the 1st day of November, 1972. Said Corporation desires to dissolve.

2. The names and addresses of the Officers and Directors of the Corporation are as follows:

MARC S. KALLINS, M.D. STEPHEN G. PELHAM, M.D.

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

4. All remaining property and assets of the Corporation have been distributed to the Shareholder, PINNACLE MEDICAL GROUP, P.A., in accordance with its respective rights and interests.

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

6. The Board of Directors and Shareholder of said Corporation in a meeting duly held and called for that purpose at the offices of Macfarlane Ferguson & McMullen, notice of such meeting being duly waived by each and all of the Directors and Shareholders by written waiver in writing and forming a part of the Minutes of said meeting, did, by unanimous vote of the whole Board and the Shareholder, adopt the following resolutions:

RESOLVE that in the judgment of this Board of Directors it is deemed desirable and advisable to dissolve this Corporation; and

PREPARED BY AND RETURN TO:
EMIL C. MARQUARDT, JR., ESQ.
Macfarlane Ferguson & McMullen
625 Court Street - 2nd floor
Clearwater, FL 33756
FL Bar # 0092339
PH: (727) 441-8966

H990000128803

FILED

FILED

99 MAY 28 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H990000128803

BE IT FURTHER RESOLVED, that the President and Secretary execute Articles of Dissolution showing the adoption of these resolutions and that they also attest the written consent of the Shareholder of the Corporation that the Corporation be dissolved and execute and verify all of the statements required by law to dissolve said Corporation pursuant to the provisions of Florida Statutes; and

THAT the President and Secretary cause such Articles of Dissolution to be filed in the office of the Secretary of State; and

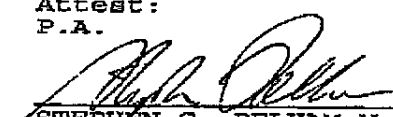
THAT the Officers and Directors of the Corporation take such further action as may be required to effectuate the dissolution of the Corporation and to wind up its business and affairs pursuant to provisions of Florida Statutes.

AND WHEREUPON, at said meeting, the owner and holder of the entire issued and outstanding stock of the Corporation did signify its consent, in writing, that such Corporation be dissolved by signing and executing the consent, which is affixed hereto and forms a part hereof.

IN WITNESS WHEREOF, we have made and executed these Articles of Dissolution this 27 day of APRIL, 1999.

Attest:
P.A.

PENINSULA MEDICAL ASSOCIATES,



STEPHEN G. PELHAM, M.D., Secretary

By:  (SEAL)
MARC S. KALLINS, President

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, MARC S. KALLINS, to me personally known or who has produced PERSONALLY KNOWN as identification, and known to me to be the individual described in and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at MANATEE CO., FL., said County and State, this 27th day of APRIL, 1999.


Notary Public
Print Name PEGGY A. MILLARD
My Commission Expires:



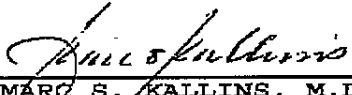
-H990000128803

CONSENT TO DISSOLVE

PINACLE MEDICAL GROUP, P.A., as the only Shareholder of PENINSULA MEDICAL ASSOCIATES, P.A., hereby consents to the action taken by the Board of Directors resolving to dissolve PENINSULA MEDICAL ASSOCIATES, P.A.

Dated this 27 day of April, 1999.

PINNACLE MEDICAL GROUP, P.A.



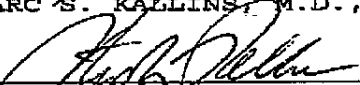
MARC S. KALLINS, M.D., President

The undersigned, being all of the Directors of PENINSULA MEDICAL ASSOCIATES, P.A., acknowledge their written consent to the action taken by the Board of Directors to dissolve PENINSULA MEDICAL ASSOCIATES, P.A.

Dated this 27 day of April, 1999.



MARC S. KALLINS, M.D., Director



STEPHEN G. PELHAM, M.D., Director

H990000128803