MULTICARE MANAGEMENT CORPORATION DAVID R. MOSHER REAL ESTATE 262 ROSE HILL ROAD ASHEVILLE, NORTH CAROLINA 28803-8541

December 29, 2000

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Florida Department of State Division of Corporations PO Box 6327 Tallahassee, Fl. 32314

Dear Sir:

We have enclosed the "Articles of Dissolution" in accordance with Florida Statutes dissolving the Multicare Management Corporation effective December 29, 2000. Please do not hesitate to contact us if you should have any questions regarding this matter.

Sincerela David W. Johnson /President

Encl. c- Carl Stapleton, CPA file

> FILED 01 FEB -5 MID: 50 SECRETARY OF STATE ALLAHASSEE FLORES.

*****35.00

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PHONE: 828-298-1593 FAX: 828-298-1593*51 E-MAIL: drmasheville@YAHOO.COM

David W. Johnson, President



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 5, 2001

DAVID W. JOHNSON MULTICARE MANAGEMENT CORPORATION 262 ROSE HILL ROAD ASHEVILLE, NC 28803-8541

SUBJECT: MULTICARE MANAGEMENT CORPORATION Ref. Number: H85698

We have received your document for MULTICARE MANAGEMENT CORPORATION, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis Corporate Specialist Supervisor

Letter Number: 801A00000646

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ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

- FIRST: The name of the corporation is: MULTICARE MANAGEMEN CORPORATION
- SECOND: The date dissolution was authorized: December 1, 2000 to be effective December 29, 2000.
- THIRD: Adoption of Dissolution (check one)

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_X_Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

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____ Dissolution was approved by vote of the shareholders through voting groups.

Signed this 29th day of December, 2000 Signature: TOHNSON Printed Name

Title