

To:
Subject

From: Patricia Tadlock

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DISSOLUTION OR WITHDRAWAL

E. AKSU, M.D., P.A.

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**ARTICLES OF DISSOLUTION
OF
E. AKSU, M.D., P.A.**

The undersigned, Engin G. Aksu, as President of E. Aksu, M.D., P.A., a Florida professional association (the "Corporation"), desiring to dissolve the Corporation pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, hereby states as follows:

1. The name of the Corporation is E. AKSU, M.D., P.A.
2. In a Joint Written Consent of the Sole Director and Sole Shareholder of E. Aksu, M.D., P.A., dated as of August 6, 2008, it was determined to be in the best interest of the Corporation to file Articles of Dissolution with the Florida Secretary of State to dissolve the Corporation.
3. The number of votes by the shareholders of the Corporation for dissolution was sufficient for approval.
4. The dissolution of the Corporation shall be effective upon filing of these Articles of Dissolution.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution as of the 8th day of August, 2008.

**E. AKSU, M.D., P.A., a Florida
corporation**

By: Engin G. Aksu

Engin G. Aksu M.D., President

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**JOINT WRITTEN CONSENT
OF
THE SOLE DIRECTOR
AND
SOLE SHAREHOLDER
OF
E. AKSU, M.D., P.A.**

The undersigned, being the sole member of the Board of Directors (the "Board") and the sole shareholder of E. AKSU, M.D., P.A., a Florida corporation (the "Corporation"), pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act, does hereby adopt the resolutions set forth below and agrees that when the sole Director and the sole shareholder have signed this written consent (this "Consent") or an exact counterpart hereof, each of which counterparts when taken together constituting one Consent, the resolutions set forth below shall be deemed to have been adopted at a formal special meeting of the Board and the Corporation's shareholders, duly called and held for the purpose of acting upon a proposal to adopt such resolutions.

WHEREAS, the Sole Director of the Board and the sole shareholder of the Corporation have determined that it is in the best interest of the Corporation and the sole shareholder to dissolve the Corporation in accordance with Florida law.

NOW, THEREFORE, BE IT

RESOLVED, that Sole Director of the Board and the sole shareholder of the Corporation approve that the Corporation be dissolved, its business wound up, and its assets be disposed of in the manner provided by law;

FURTHER RESOLVED, that the Board is authorized, empowered and directed to take immediate steps to dissolve the Corporation, wind up its business, and dispose of its assets in the manner provided by law;

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized, empowered and directed to file the Articles of Dissolution, a copy of which is attached to this Consent as Exhibit A, with the Florida Department of State; and

FURTHER RESOLVED, that any action that has been taken by the appropriate officers of the Corporation or their designees in connection with the foregoing resolutions is hereby ratified, approved and confirmed.

[SIGNATURE BLOCKS ON FOLLOWING PAGE]

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IN WITNESS WHEREOF, the undersigned have executed this Joint
Written Consent of the Sole Director and Sole Shareholder of the Corporation to
be effective as of August 7, 2008.

DIRECTOR:



Engin G. Aksu M.D.

SHAREHOLDER:



Engin G. Aksu M.D.

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