NO. 3236 P. 1

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Division of Corporations

Fax Number

: (850)617-6380

From:

Account Name : CORPORATION SERVICE COMPANY

Account Number : I2000000195

: (850)521~1000

Phone

(000) 221-1000

Fax Number

: (850)558~1515

SCHAFTARY OF STATE

DISSOLUTION OR WITHDRAWAL NYER MEDICAL GROUP, INC.

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NOTICE OF CORPORATE DISSOLUTION OF NYER MEDICAL GROUP, INC.

This notice is being submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in F.S. Section 607.1407.

Name of Corporation:

Nyer Medical Group, Inc.

Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the Articles of Dissolution.

Description of information that must be included in a claim:

- 1. Name and address of claimant.
- 2. Basis, date and amount of claim.
- 3. Documentary evidence supporting claim.
- 4. Address and telephone number of claimant contact person.

Mailing address where claims can be sent:

Attorney Gayle Ehrlich Sullivan & Worcester LLP One Post Office Square Boston, MA 02109 SECRETARY OF STATE TALLAHASSEE, FLORID

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

NYER MEDICAL GROUP, INC.

Sandra Zimmerman, Chief Financial Officer

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ARTICLES OF DISSOLUTION OF NYER MEDICAL GROUP, INC.

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

FIRST:

The name of the corporation as currently filed with the Florida Department

of State: Nyer Medical Group, Inc.

SECOND:

The document number of the corporation is K51661

THIRD:

The date dissolution was authorized: January 20, 2010

Effective date of dissolution if applicable:

FOURTH:

Adoption of Dissolution (CHECK ONE)

[] Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

[X] Dissolution was approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

Dissolution was approved by the holders of a majority of the shares of common stock and the holders of a majority of the shares of preferred stock. The number of votes cast for dissolution was sufficient for approval.

NYER MEDICAL GROUP, INC.

Mark A. Dumouchel, President