

K65711

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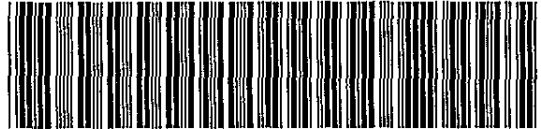
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TALLAHASSEE, FLORIDA

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Morrison & Mills, P.A.

ATTORNEYS AT LAW
1200 WEST PLATT STREET
SUITE 100
TAMPA, FLORIDA 33606

THOMAS K. MORRISON
FREDERICK J. MILLS
KEVIN A. DITANNA
BRIAN D. TREBY

TELEPHONE (813) 258-3311
TELECOPIER (813) 258-3209

E-Mail Address: mills@tempabay.rr.com

December 20, 2002

Via Federal Express

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

**Re: Filing of Articles of Dissolution
Healthcost, Inc.**

Gentlemen:

Enclosed for filing please find the original and one copy of the Articles of Dissolution for the above corporation. Also enclosed is our check in the amount of \$35.00 to cover the cost of the filing. Please file the original of the Articles of Dissolution, stamp the date of filing on the copy and return to me at your earliest convenience.

If you have any questions or if there are any problems, please do not hesitate to contact me.

Sincerely,



Frederick J. Mills

FJM/pns

Enclosures:

1. Original Articles of Dissolution
2. Check in the amount of \$35.00
3. Copy of Articles for return

**ARTICLES OF DISSOLUTION
FOR
HEALTHCOST, INC.**

Pursuant to Section 607.1403, Fla. Stat., the undersigned President hereby makes, subscribes, acknowledges and files with the Secretary of State, State of Florida, these Articles of Dissolution.

Article I

The Name of the corporation to be dissolved is HEALTHCOST, INC. (the "Corporation").

Article II

Articles of Incorporation for the Corporation were filed on or about February 9, 1989. The Charter Number for said Corporation is K65711.

Article III

The name and address of the Corporation's sole officer is:

Mark L. Ehrman, President/Secretary/Treasurer

Address:
55 Windsor Road
Waban, MA 02468

Article IV

The name and address of the Corporation's sole Director is:

Mark L. Ehrman

Address:
55 Windsor Road
Waban, MA 02468

Article V

All debts, obligations and liabilities of the Corporation have been paid or discharged.

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Article VI

The Corporation distributed the balance of its property or assets to the sole Shareholder after the Corporation's debts, obligations and liabilities were paid or discharged.

Article VII

There are no actions pending against the Corporation in any court which have not been paid, discharged, compromised, liquidated, or settled.

Article VIII

Liquidation of the Corporation's property and assets and subsequent dissolution of the Corporation were approved by written consent of the Corporation's sole Shareholder on December 16th, 2002. The President, Mark L. Ehrman, was authorized by the Board of Directors of the Corporation to file these Articles of Dissolution after receipt of the unanimous consent of the sole Shareholder and sole Director of the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged, and filed the foregoing Articles of Dissolution under the existing laws of the State of Florida, the 16th day of December, 2002.

HEALTHCOST, INC.

By: Mark L. Ehrman Pres
Mark L. Ehrman, President