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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LOS-15572
al

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: KNIGHT PEDIATRICS
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

JOHANNES LOPEZ, MD

(Name of Person)

WESTCHESTER PEDIATRICS

(Firm/Company)

7000 SW 97th AVENUE SUITE # 114

(Address)

MIAMI, FL. 33173

(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

JOHANNES LOPEZ

(Name of Person)

at (305) 273-1200

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☒ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF DISSOLUTION
FOR A FLORIDA LIMITED LIABILITY COMPANY
KNIGHT PEDIATRICS LLC**

The undersigned, being all of the members of KNIGHT PEDIATRICS LLC (the "Limited Liability Company") a Limited Liability Company organized and existing under the Limited Liability Company Act of the State of Florida, desiring to cancel the Limited Liability Company,

HEREBY CERTIFY AS FOLLOWS:

FIRST: The name of the Limited Liability Company is KNIGHT PEDIATRICS LLC.

SECOND: The effective date of the Limited Liability Company's dissolution is as of the date of this filing.

THIRD: The Limited Liability Company's dissolution pursuant to Section 608.441, Florida Statutes has occurred as a result of the written consent of all of the members of the Limited Liability Company.

FOURTH: All debts, obligations, and liabilities of the Limited Liability Company have been paid or discharged or adequate provision has been made therefor pursuant to 608.4421, Florida Statutes.

FIFTH: All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

SIXTH: There are no suits pending against the Limited Liability Company in any court.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution of Knight Pediatrics LLC on this 17 day of April, 2006.

MEMBERS:

Print Name: W. J. O'Connell

Print Name: JOHANNES LOPEZ

Print Name: Maria Lafont

Print Name: Erlyn Marie Pineda

Print Name: ANA IBARRA

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**WRITTEN CONSENT IN LIEU OF A SPECIAL MEETING OF
THE MANAGERS AND THE MEMBERS
OF KNIGHT PEDIATRICS, LLC**

The undersigned, being the all of the Managers and the Members of KNIGHT PEDIATRICS, LLC, a Florida limited liability company (hereinafter "Company"), hereby adopt this Written Consent in lieu of a Special Meeting of the Managers and the Members of the Company and hereby waive notice to be given in connection therewith:

The undersigned Managers and the Members of the Company unanimously consent to the adoption of the following resolutions:

RESOLVED, that the Company shall liquidate and dissolve pursuant to Section 608.441 of the Florida Statutes.


- (a) The Managers are authorized to proceed promptly to wind up the Company's affairs.
- (b) The Managers are authorized to pay or provide for any remaining liabilities; to establish a reserve in a reasonable amount to meet known liabilities and liquidating expenses and estimated unascertained or contingent liabilities and contingent expenses, if they deem such a reserve to be desirable; and to sell, transfer and/or distribute the assets of the Company, subject to any remaining liabilities, to the Members or to a liquidating trustee appointed by the Members.
- (c) As soon as practicable, the Managers shall take all appropriate and necessary action to dissolve the Company under Florida law.

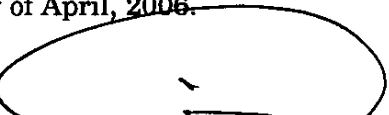
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TALLAHASSEE, FLORIDA

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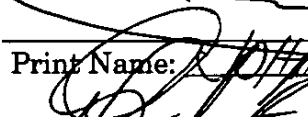
IN WITNESS WHEREOF, the undersigned have hereunto adopted the foregoing resolutions as of the 17 day of April, 2006.


MEMBERS:


Print Name: DAVID CASIMIRO


Print Name: D. H. HINES


Print Name: Evelyn Murrell


Print Name: Maria LaFont


Print Name: ANA IBARRA

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