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DIVISION OF CORPORATION

LIMITED LIABILITY DISSOLUTION

STERLING EMERGENCY SERVICES OF MIAMI BEACH, LLC

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**FAX AUDIT NO.: H05000290891 3**

**ARTICLES OF DISSOLUTION  
OF  
STERLING EMERGENCY SERVICES OF MIAMI BEACH, LLC**

2005 DEC 28 A 1:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is Sterling Emergency Services of Miami Beach, LLC.
2. The effective date of the limited liability company's dissolution is December 28, 2005.
3. The limited liability company's dissolution occurred due to a unanimous written consent of all the members approving such dissolution.
4. All debts, obligations and liabilities of the limited liability company have been paid or discharged.
5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.
6. There are no suits pending against the company in any court.

IN WITNESS WHEREOF, the undersigned sole member hereby executes these Articles of Dissolution this 28<sup>th</sup> day of December 2005.

**MEMBER:**

**STERLING GROUP PHYSICIAN SERVICES, LLC,**  
a Delaware limited liability company, sole Member

By: Eugene F. Dauchert, Jr.  
Eugene F. Dauchert, Jr., President

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