

L98000000354

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000343619 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0383

EFFECTIVE DATE
12-31-03

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-9428

L98-354

LIMITED LIABILITY DISSOLUTION
UNITRUST MEDICAL MANAGEMENT ASSOCIATES, L.C.

RECEIVED
03 DEC 30 PM 12:34
DIVISION OF CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$25.00

Electronic Filing Menu

Corporate Filing

Public Access Help

JPB
12-30-03

**ARTICLES OF DISSOLUTION
FOR
A FLORIDA LIMITED LIABILITY COMPANY**

EFFECTIVE DATE
12-31-03

Pursuant to the provisions of Articles 608.441 and 608.445 of the Florida Limited Liability Company Act, the undersigned limited liability company adopts the following Articles of dissolution:

1. The name of the limited liability company is:
Unitrust Medical Management Associates, L.C.
2. The effective date of the limited liability company's dissolution is December 31, 2003.
3. Pursuant to section 608.441, a written consent to dissolve was signed by all members of the company dated effective as of December 29, 2003.
4. All debts, liabilities and obligations of the company have been paid, satisfied, or discharged.
5. The 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 limited liability company in any court.

Dated this 29th day of December, 2003.

Unitrust Medical Management Associates, L.C.

By: E. William Reiber, M.D.
E. William Reiber, M.D.
Vice Chairman

Unitrust Medical Management Associates, L.C.

**Written Consent of Members
In Lieu of Meeting**

December 29, 2003

The undersigned, being the sole members of Unitrust Medical Management Associates, L.C., a Florida limited liability company (the "Company"), do hereby, pursuant to Section 608.401, et. seq. of the Florida Limited Liability Company Act (the "Act"), adopt the following Resolution by execution of this consent, and such consent shall have the same force and effect as a vote of the undersigned at a properly called special meeting of the Members of the Company.

RESOLVED, that the distributions upon dissolution of the Company, as described on Exhibit A attached hereto, are found by the Members to be in conformance with Section 608.444 of the Act and Article 13 of the Company's Regulations, and are hereby authorized and approved, and that the Company and its managers and officers are hereby authorized to take all necessary actions to cause such distributions to be made in accordance with Exhibit A attached hereto.

RESOLVED, that no property, other than the initial contribution described on Exhibit A, has been contributed by the Members.

IN WITNESS WHEREOF, the undersigned Members have executed this consent to be effective as of the date first above written.

MEMBERS:

University Community Independent Practice
Association, Inc., a Florida not-for-profit
corporation

By: Colin S. Beach, M.D.
Colin S. Beach, M.D., President

UCH Services, Inc., a Florida corporation

By: Norm Stein
Norm Stein, President

Exhibit A
To
Written Consent of Members
Of
Unitrust Medical Management Associates, L.C.

Name of Member	Initial Contribution	Distribution
University Community Independent Practice Association, Inc.	\$ 150,000	\$ 16,985.17
UCH Services, Inc.	\$ 150,000	\$ 16,985.17

Unitrust Medical Management Associates, L.C.

Written Consent of Members
In Lieu of Meeting

December 29, 2003

The undersigned, being the sole members (the "Members") of Unitrust Medical Management Associates, L.C., a Florida limited liability company (the "Company"), do hereby, pursuant to Section 608.401, et. seq. of the Florida Limited Liability Company Act (the "Act"), adopt the following Resolutions by execution of this consent, which consent shall have the same force and effect as a vote of the Members at a properly called special meeting of the Members of the Company.

RESOLVED, that the Members have determined that it is in the best interests of the Company to dissolve the Company and that the Company be, and hereby is, dissolved.

RESOLVED, that the managers (and the officers at their direction) of the company are hereby authorized and directed to do such acts and to take such steps as may be necessary or appropriate to carry out the foregoing Resolution, including, but not limited to, the execution of such instruments as may be required to pay or make adequate provision for payment of Company liabilities and to distribute the assets of the Company to effectuate the liquidation of the Company, if any assets remain for distribution.

RESOLVED, that as soon as the necessary actions precedent to dissolution in accordance with the Act and the Regulations of the Company have been taken, any and all of the managers and officers of the Company, including without limitation, E. William Reiber, M.D., Vice Chairman, are hereby authorized and directed to execute, as the authorized representative of and on behalf of the Members, Articles of Dissolution pursuant to and in conformity with the provisions of the Act, and to cause such Articles of Dissolution to be filed with the office of the Secretary of State of Florida, and to do all other acts and things necessary or convenient to effect the dissolution of the Company, including distribution of any remaining assets of the Company.

IN WITNESS WHEREOF, the undersigned, being the sole Members, have executed this consent to be effective as of the date first above written.

MEMBERS:

University Community Independent Practice Association,
Inc., a Florida not-for-profit corporation

By: Colin S. Beach
Colin S. Beach, M.D., President

UCH Services, Inc., a Florida corporation

By: Norm Stein
Norm Stein, President