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JAY WOLFSON, DRPH, JD
ATTORNEY AND COUNSELOR AT LAW, P.A.
804 EVENINGSIDE COURT, TAMPA, FLORIDA 33613
813-265-2250 FAX 813-963-0791

6 August 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

700002956567--1
-08/11/99--01015--003
*****35.00 *****35.00

Dear Sir or Madam:

Attached, please find the Voluntary Dissolution and Articles of Dissolution for **Excel Dermatology and Cosmetic Surgery, LLC**, which was created as a Limited Liability Corporation earlier this year. The Members have elected to change the corporation into a Subchapter "S" Corporation and have instructed me to forward the attached Dissolution.

Attached, please find our check for \$35.00. Please call me at 813-265-2250 if you should have any questions.

Very sincerely,


Jay Wolfson

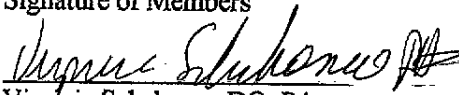
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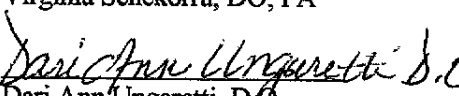
ALL

**ARTICLES OF DISSOLUTION
EXCEL DERMATOLOGY AND COSMETIC SURGERY, LLC**

1. The name of the corporation to be dissolved is the Excel Dermatology and Cosmetic Surgery, LLC.
2. The effective date of dissolution is 1 August 1999.
3. A description of the occurrence that resulted in the Limited Liability Corporation's dissolution pursuant to Section 608.441, Florida Statutes is that the members of the corporation unanimously elected to dissolve the LLC, because they have decided instead to operate under the provisions of an ☐ S ☐ Corporation, for which separate filing shall be made.
4. Adequate provisions have been made for debts, obligations and liability pursuant to S. 608.4421, Florida Statutes.
5. The corporation has no remaining property and no assets. Any previous property or assets have been distributed among its members in accordance with their respective rights and interests, and no property remains for distribution.
6. There are no actions pending against the corporation in any court and there are no judgements to be satisfied and no orders or decrees which may be entered against the corporation in any pending action.
6. This corporation has elected to dissolve by consent of the members, and a copy of such written consent to dissolve is attached to these Articles.

Signature of Members


Virginia Schekorra, DO, PA


Dari Ann Ungaretti, D.O.

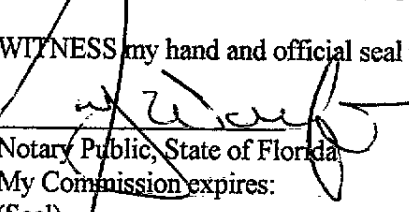

Mark B. Deem, DO, PA

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State of Florida)
In Pinellas County, Florida)

Before me personally appeared Virginia Schekorra, DO, and Mark B. Deem, DO, known to be to be the persons described in and who executed the foregoing Articles of Dissolution and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 1ST day of August 1999


Notary Public, State of Florida
My Commission expires:
(Seal)




Jay Wolfson
Commission # GC 859544
Expires Sep. 18, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

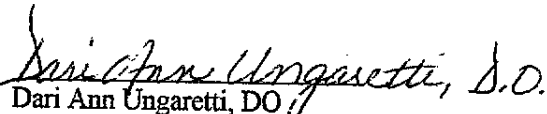
**VOLUNTARY DISSOLUTION OF LIMITED LIABILITY CORPORATION
BY CONSENT OF MEMBERS**


Be it resolved by Board of Directors and Shareholders of Excel Dermatology and Cosmetic Surgery, LLC, a Florida Corporation, that on 14 July 1999, the Members did meet to vote on the dissolution of the Corporation. By unanimous agreement of the three Members holding shares in Excel Dermatology and Cosmetic Surgery, LLC voted to voluntarily dissolve the corporation.

By unanimous consent of the Members of Excel Dermatology and Cosmetic Surgery, LLC., the Shareholders instructed corporate counsel to draft Articles of Dissolution, and to deliver said articles, with the Members' consent, to the Florida Department of State prior to 1 May 2000.

This written consent is executed below by all of the Members of the Limited Liability Corporation.


Virginia Schekorra, DO
President and Director
Excel Dermatology and Cosmetic Surgery, LLC
8680 Burning Tree Circle, Largo, Florida 33777

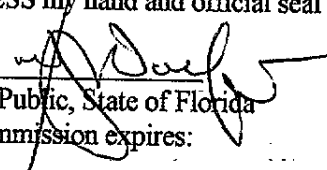

Dari Ann Ungaretti, DO
Secretary and Director
Excel Dermatology and Cosmetic Surgery, LLC
500 Belcher Road South
Largo, Florida 33771


Mark B. Deem, DO, PA
Treasurer and Director
Excel Dermatology and Cosmetic Surgery, LLC
7600 Bryan Dairy Road, Suite D.
Largo, Florida 33777

State of Florida)
In Pinellas County, Florida)

Before me personally appeared Virginia Schekorra, DO, and Mark B. Deem, DO, known to be to be the persons described in and who executed the foregoing Articles of Dissolution and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 15th day of August 1999


Notary Public, State of Florida
My Commission expires:
(Seal)



Jay Wolfson
Commission # CG 859544
Expires Sep. 18, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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