

CT CORPORATION

M13185

CORPORATION(S) NAME

Commcare Health, Inc.

FILED
2002 FEB 22 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input checked="" type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

RECEIVED
02 FEB 22 AM 11:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

2/22/02

Order#: 5145015

400004991114--8
-02/22/02--01053--007
Ref#: *****35.00 *****35.00
400004991114--8
-02/22/02--01053--008
Amount: \$ *****8.75 *****8.75

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

C. Coulliette FEB 22 2002

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2002 FEB 22 AM 11:46

FILED

FIRST: The name of the corporation is: Commcare Health, Inc

SECOND: The date dissolution was authorized: January 29, 2002

THIRD: Adoption of Dissolution (CHECK ONE)

- ☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
- ☐ Dissolution was approved by vote of the shareholders through voting groups.


The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 14 day of February, 2002

Signature


(By the Chairman or Vice Chairman of the Board, President, or other officer)

John H. Fisher

(Typed or printed name)

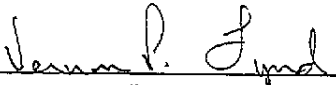
President

(Title)

**SHAREHOLDER'S CONSENT TO DISSOLUTION
OF
COMM CARE HEALTH, INC.**

The undersigned, as Attorney-In-Fact for Federal Deposit Insurance Corporation in its capacity as Receiver for Commonwealth Federal Savings & Loan Association, owner of all outstanding common stock of Commcare Health, Inc. hereby consents to the dissolution of Commcare Health, Inc.

Dated this 29 day of January 2002, Dallas, Texas.



Attorney-In-Fact for Federal
Deposit Insurance Corporation
as Receiver for Commonwealth
Federal Savings & Loan
Association

COMM CARE HEALTH, INC.

JOINT UNANIMOUS WRITTEN CONSENT OF
THE SOLE SHAREHOLDER
AND
BOARD OF DIRECTORS

The undersigned, together being the Sole Shareholder and all the members of the Board of Directors of Commcare Health, Inc., (the "Corporation") hereby consent to the following actions taken without a meeting, this instrument to have the same force and effect as if the actions had been taken at timely called special meeting of the Sole Shareholder and the Board of Directors, pursuant to the authority conferred by Article 607.0704 and Article 607.0821, respectively, of the Florida Business Corporation Act.

RESOLVED, by the Sole Shareholder, that the present Directors of the Corporation be, and they hereby are, removed and that the following persons are hereby elected Directors of the Corporation, each to serve and hold office until their respective successors have been duly elected or appointed and qualified, or until the earlier of the resignation, removal from office, or death:

John H. Fisher
Daniel M. Bell
William J. Thomas III
Philip B. Sims

FURTHER RESOLVED, by the Directors, that the present officers of the Corporation be, and they hereby are, removed and that the following persons are hereby elected to the offices of the Corporation which are set out opposite their names below, to serve as such until their respective successors have been duly elected or appointed and qualified, or until the earlier of their resignation, removal from office, or death:

President:	John H. Fisher
Vice President:	Daniel M. Bell
	William J. Thomas, III
	James Vordtriede
Secretary:	William J. Thomas, III
Treasurer:	William J. Thomas, III

FURTHER RESOLVED, by the Sole Shareholder and the Directors that this Joint Unanimous Written Consent may be executed in two or more counterparts, each of which is to be deemed an original but all of which together constitute one and the same instrument;

FURTHER RESOLVED, by the Sole Shareholder and the Directors that this Joint Unanimous Written Consent is ordered to be filed with the minutes of the proceedings of the Sole Shareholder and Board of Directors of the Corporation;

FURTHER RESOLVED, by the Sole Shareholder and the Directors that any act taken or deed done by any director, officer, or agent of the Corporation in accordance with these resolutions or to facilitate the actions contemplated by these resolutions is hereby approved, ratified, confirmed, and adopted and that the directors, officers, and agents of the Corporation are hereby authorized to take and do such further acts and deeds and to execute and deliver for and in the name of the Corporation such other documents, papers, and instruments as they deem to be necessary, appropriate, advisable, or required in order to effectuate the purpose and intent of these resolutions and to consummate the actions contemplated by these resolutions, and the taking of any such documents, papers, and instruments is hereby approved, ratified, confirmed, and adopted; and

FURTHER RESOLVED, that the Secretary or any Assistant Secretary of the Corporation is authorized to countersign or attest the signature of any other officer under any and all such agreements, documents, papers, or instruments and to affix the corporate seal thereto and to attest the same (provided that no countersignature, attestation, or seal shall be required to make such document effective, valid, binding, or enforceable), and the Secretary or any Assistant Secretary of the Corporation is further authorized and empowered to certify to the passage of the foregoing resolutions.


THIS JOINT UNANIMOUS WRITTEN CONSENT signed by the Sole Shareholder and all of the Directors of the Corporation shall be effective as of October 1, 2001.

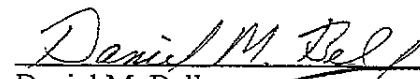
"SOLE SHAREHOLDER"

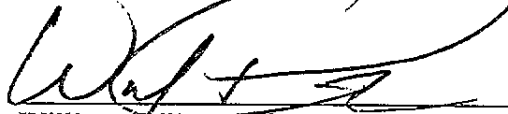
FDIC as Receiver for Commonwealth
Federal Savings & Loan Association

By: Vernon L. Lynch
Its: Attorney-in-Fact

"DIRECTORS"



John H. Fisher

Daniel M. Bell

William J. Thomas III

Philip B. Sims