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2470 NE 23rd Street • Pompano Beach • FL 33062 • (954)784-6699 • Facsimile (954)784-9099

February 28, 2005

Florida Department of State
Division of Corporations
Amendment Section
409 E. Gaines Street
Tallahassee, FL 32399

To Whom It May Concern:

Enclosed are an original and one (1) copy of the Articles of Incorporation for Family Health Counseling Center, Inc. along with a check for \$78.75. Also included are the Articles of Dissolution for Family Health Counseling Center, Inc. as a NON-PROFIT corporation together with a check for \$43.75. Please allow the transfer and immediate use of the non-profit corporation name Family Health Counseling Center, Inc. for immediate use by the newly formed FOR PROFIT Family Health Counseling Center, Inc.

Please send the certified copy of the dissolution to the above address along with the certified copy of the Articles of Incorporation.

Please refer all correspondence to the above stated law office. Thank you in advance for your assistance.

Sincerely,
Platt & Tenberg, P.A.

A handwritten signature in black ink, appearing to read 'CMT', written over a horizontal line.

Cynthia L. Tenberg, Esq.

Cl/nb
Enclosures

ARTICLES OF DISSOLUTION

Pursuant to section 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is FAMILY HEALTH COUNSELING CENTER, INC.

SECOND: Adoption of dissolution
(Complete Section I or II)

SECTION I

If the corporation has members entitled to vote:

The date of the meeting of members at which the resolution to dissolve was adopted

(CHECK ONE)

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

The resolution was adopted by written consent and executed in accordance with 617.0701, Florida Statutes.

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COUNTY OF HAMILTON
TALLAHASSEE, FLORIDA

SECTION II

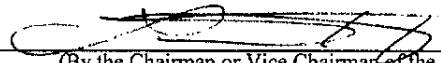
If the corporation has no members or members with voting rights:

The corporation has no members or members with voting rights.

The date of adoption of the resolution by the board of directors was 2/23/2005

The number of directors in office was THREE and the vote for the resolution was THREE for and -0- against.

Signed this 23 day of FEBRUARY, 2005.

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

LAURENCIO LIRA
(Typed or printed name)
PRESIDENT & DIRECTOR
(title)