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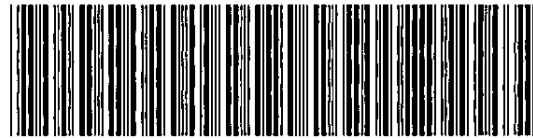
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Brian J. Sherman
bsherman@cityatty.com



**GOREN CHEROF
DOODY & EZROL P.A.**
ATTORNEYS AT LAW

April 21, 2014

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Dissolution of Healthcare Education Plus, Inc.

Dear Sir or Madam:

Pursuant to Section 607.1403, Florida Statutes, enclosed please find the Articles of Dissolution, Resolution of Dissolution, and Plan of Distribution filed and approved by the Healthcare Education Plus, Inc., and its sole member, the North Broward Hospital District. Also enclosed is a self-addressed, postage prepaid envelope and a check in the amount of \$43.75, which represents payment for the filing fee of \$35.00, plus \$8.75 for the return of a certified copy of the filed Articles of Dissolution.

Should you have any questions or problems in connection with the foregoing, please do not hesitate to contact me.

Sincerely,


BRIAN J. SHERMAN, ESQ.

Enclosures

cc: Frank Nask, CEO
Samuel S. Goren, General Counsel
Kerry L. Ezrol, Assistant General Counsel

KLE:BJS

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Please reply to Fort Lauderdale Office

Fort Lauderdale Office

2500 E. Commercial Blvd., Suite 2000 Fort Lauderdale, FL 33308 T: 954-771-4940 F: 954-771-4942

Delray Beach Office

1000 E. Palm Beach Blvd., Suite 200 Delray Beach, FL 33481 T: 561-271-2000

www.cityatty.com

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION
OF
HEALTHCARE EDUCATION PLUS, INC.**

Pursuant to section 617.1403, Florida Statutes, HEALTHCARE EDUCATION PLUS, INC., a Florida not-for-profit corporation (the "Corporation"), submits the following Articles of Dissolution.

ARTICLE I

The name of the Corporation is:

Healthcare Education Plus, Inc.

ARTICLE II

The Corporation has one member, North Broward Hospital District. North Broward Hospital District is entitled to vote on the question of dissolution of the Corporation. A resolution to dissolve the corporation was adopted by written consent of North Broward Hospital District, as the sole member of the Corporation, and signed by it in accordance with section 617.0701 of the Florida Statutes on December __, 2013.

Dated this 26 day of March, 2014.

HEALTHCARE EDUCATION PLUS, INC.

By: _____

Name: FRANK WALK

Chairman of the Board of Directors

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14 APR 22 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESOLUTION NO. 14-03-26-02

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE NORTH BROWARD HOSPITAL DISTRICT ("DISTRICT") AUTHORIZING THE DISSOLUTION OF HEALTHCARE EDUCATION PLUS, INC., A NOT-FOR PROFIT CORPORATION IN WHICH THE DISTRICT IS THE SOLE MEMBER; PROVIDING FOR CONFLICTS; PROVIDING FOR SEVERABILITY; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, Healthcare Education Plus, Inc. (HEPI) was formed by the District in 1988; and,

WHEREAS, as HEPI have been idle since at least 2010, and was reinstated with the State of Florida, Division of Corporations to resolve its affairs; and

WHEREAS, with such affairs have been resolved, it is in the best interest of the District to formally dissolve HEPI.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE NORTH BROWARD HOSPITAL DISTRICT THAT:

Section 1. The foregoing "WHEREAS" clauses are hereby ratified and confirmed as being true and correct and are hereby made a specific part of this Resolution.

Section 2. The Board of Commissioners of the North Broward Hospital District, as the sole member of HEPI, authorizes and approves of the dissolution of HEPI.

Section 3. District staff and legal counsel are authorized to take all steps necessary to effectuate the intent of this Resolution.

Section 4. All resolutions or parts of resolutions in conflict herewith be and the same are hereby repealed to the extent of such conflict.

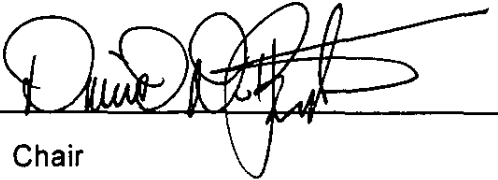
Section 5. If any clause, section, or other part or application of this Resolution shall be held by any court of competent jurisdiction to be unconstitutional or invalid, such unconstitutional or invalid part or application shall be considered as eliminated and so not affecting the validity of the remaining portions or applications remaining in full force and effect.

Section 6. This Resolution shall become effective immediately upon its passage and adoption.

PASSED AND ADOPTED BY THE BOARD OF COMMISSIONERS OF THE NORTH
BROWARD HOSPITAL DISTRICT, THIS ____ DAY OF _____, 2014.

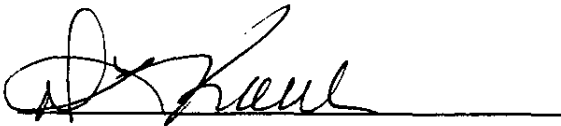
BOARD OF COMMISSIONERS OF THE NORTH
BROWARD HOSPITAL DISTRICT

BY: _____



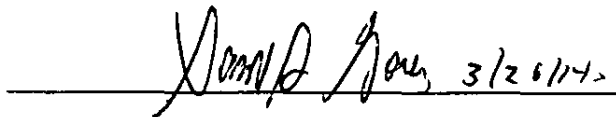
Chair

ATTEST:



Treasurer/Secretary

APPROVED AS TO LEGAL FORM:



SAMUEL S. GOREN, General Counsel

HEALTHCARE EDUCATION PLUS, INC.

PLAN OF DISTRIBUTION OF ASSETS

This Plan of Distribution of Assets is made and entered into by Healthcare Education Plus, Inc., a Florida not for profit corporation ("HEPI"), to be effective as of _____, 2014.

WHEREAS, it was determined by the Board of Directors of the Corporation that it would be in its best interest to dissolve as a Florida not for profit corporation in accordance with the laws of the State of Florida; and

WHEREAS, in connection with such dissolution and in accordance with the requirements of Section 617.1406, Florida Statutes, HEPI desires to enter into this Plan of Distribution of Assets; and,

WHEREAS, the HEPI's Board of Directors has approved and authorized this Plan of Distribution of Assets by Resolution.

NOW, THEREFORE, in consideration of the premises above and intending to be legally bound hereby, the following is adopted as a Plan of Distribution of Assets for the purpose of properly distributing all assets, liabilities and obligations of the HEPI.

1. The assets of the HEPI shall be distributed in accordance with Article IX of the Articles of Incorporation to the North Broward Hospital District, a political subdivision of the State of Florida as described in Section 170(c)(1) of the Internal Revenue Code, and a 501(c)(3) organization as described in the Internal Revenue Code.
2. All obligations and liabilities of HEPI have been satisfied and discharged. Should any funds remain after closeout, the remaining funds shall be distributed to North Broward Hospital District.
3. The officer signing below hereby certifies the HEPI's compliance with Section 617.1406(2), Florida Statutes.

By signing below, such officer hereby authenticates this Plan of Distribution of Assets.

Dated: March 26, 2014.

**HEALTHCARE EDUCATION PLUS,
INC.**



Frank Nask, Director