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Division of Corporations

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DISSOLUTION OR WITHDRAWAL

FLORIDA SURGICAL EYE EXPEDITIONS, INC.

Certificate of Status	0
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Page Count	02
Estimated Charge	\$35.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF DISSOLUTION
FOR
FLORIDA SURGICAL EYE EXPEDITIONS, INC.**

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

- FIRST:** The name of the corporation is: Florida Surgical Eye Expeditions, Inc.
- SECOND:** The document number of the corporation is N29976.
- THIRD:** Effective date of dissolution: Date of filing with the Department of State.
- FOURTH:** The corporation has no members entitled to vote on the dissolution. The date of adoption of the resolution providing for the dissolution of the corporation by the board of directors was October 31, 2009. The number of directors in office was three and the voting for such resolution was three "for" and zero "against."

Signed this 31st day of October, 2009.

Florida Surgical Eye Expeditions, Inc.,
a Florida not for profit corporation

By: 

Howard Goldman, President

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**CERTIFICATE OF COMPLIANCE
FOR
FLORIDA SURGICAL EYE EXPEDITIONS, INC.**

Pursuant to Section 617.1406, Florida Statutes, the undersigned officer of Florida Surgical Eye Expeditions, Inc., a Florida not for profit corporation (the "Company"), hereby submits the following Plan of Complete Liquidation and Dissolution of the Company (the "Plan"), which has been properly adopted by the Company.

The Company has no members entitled to vote on the Plan. Accordingly, the Plan was adopted by resolution of the board of directors on October 31, 2009, by the unanimous written consent of directors then in office, in compliance with the provisions of Section 617.1406(2), Florida Statutes.

PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION

I. The Company will cease the active conduct of its business and wind up its affairs. The Company's officers and directors are hereby advised to promptly pay all outstanding liabilities of the Company. The Company will thereafter liquidate and distribute all of its assets in complete liquidation, less any assets retained to meet claims, in accordance with the terms hereof.

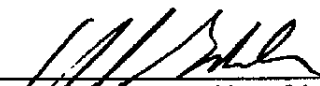
II. The assets of the Company which in the opinion of its directors need no longer be retained to meet claims or liabilities, shall be distributed to Caridad Center, Inc., a Florida not for profit corporation ("Caridad"), which is involved with charitable work similar to that formerly engaged in by the Corporation. The directors understand that Caridad is registered as a 501(c)(3) organization with the Internal Revenue Service.

III. The officers and directors of the Company shall proceed with the voluntary dissolution of the Company under the laws of the State of Florida.

IV. The officers and directors of the Company are authorized, empowered, and directed to execute and file all documents which they deem necessary or advisable to carry out the purposes and intentions of this Plan, including Articles of Dissolution under the laws of the State of Florida, and information returns required by the Internal Revenue Service or under any other applicable regulations.

V. The officers and directors of the Company are authorized, empowered, and directed to do any and all other things in the Company's name and behalf which they may deem necessary or advisable in order to carry out the purposes and intentions of this Plan. They shall be held harmless by the Company for any action under this Plan taken in good faith, and any expense or liability so incurred by them shall be that of the Company.

Signed this 31st day of October, 2009.

By: 
Howard Goldman, as President of the
Company

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