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NAME: BOCA RATON PHYSICIAN-HOSPITAL ORGANIZATION,

AUDIT NUMBER.....H9600001825B

DOC TYPE.....DISSOLUTION

CERT. OF STATUS..0

PAGES..... 2

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ARTICLES OF DISSOLUTION  
OF  
BOCA RATON PHYSICIAN HOSPITAL ORGANIZATION, INC.

1. The name of the Corporation is Boca Raton Physician-Hospital Organization, Inc. (the "Corporation").
2. The Corporation filed Articles of Incorporation on July 9, 1993.
3. Dissolution of the Corporation was recommended by the Board of Directors of the Corporation and was duly approved by the requisite number of Members by an Action by Written Consent of the Members of the Corporation (the "Action") in accordance with Florida Statutes Section 617.0701.
4. A majority of the Members of the Corporation executed the Action and thereby voted in favor of dissolution of the Corporation as required by the Corporation's By-Laws.
5. The Corporation is dissolved effective the date of the filing the Articles of Dissolution of the Corporation.

IN WITNESS WHEREOF, the following officer, being duly authorized, empowered and directed, has executed these Articles of Dissolution this 31st day of December 1996.

BOCA RATON PHYSICIAN-HOSPITAL ORGANIZATION, INC.

By: John E. Christakis, M.D.  
John E. Christakis, M.D., Chairman of the Board

Phillip M. Sprinko II  
Fla. Bar No. 0724890  
Akerman, Senterfitt & Eidson, P.A.  
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**PLAN OF DISTRIBUTION  
OF  
BOCA RATON PHYSICIAN HOSPITAL ORGANIZATION, INC.**

1. The name of the Corporation is Boca Raton Physician-Hospital Organization, Inc. (the "Corporation").
2. The Corporation filed Articles of Incorporation on July 9, 1983.
3. Dissolution of the Corporation was recommended by the Board of Directors of the Corporation and was duly approved by the requisite number of Members by an Action by Written Consent of the Members of the Corporation (the "Action") in accordance with Florida Statutes Section 617.0701.
4. The Corporation adopted a Plan of Distribution (the "Plan of Distribution") pursuant to which the Corporation (1) has no outstanding liabilities; (2) shall contribute to the Allied Health Medical Staff Scholarship Fund the amount paid to the Corporation equal to the access fees for the months of November and December 1996 which have been paid by John Alden Life Insurance Company ("John Alden") pursuant to the Amendment dated September 1, 1994 to the Physician-Hospital Organization Agreement between John Alden and the PHO; and (3) shall use remaining funds to return to each member a pro rata portion of each Member's contribution.
5. In accordance with Section 617.1408(1) of the Florida Statutes, the Plan of Distribution was (a) voted on and adopted by the Board of Directors of the Corporation on December 3, 1996 and (b) submitted to and approved by the Members of the Corporation in an Action by Written Consent of the Members of the Corporation in Lieu of a Meeting in accordance with Florida Statutes Section 617.0701.

IN WITNESS WHEREOF, the following officer, being duly authorized, empowered and directed, certifies the above this 31st day of December, 1996.

BOCA RATON PHYSICIAN-HOSPITAL ORGANIZATION, INC.

By: \_\_\_\_\_

*John E. Christakis*  
John E. Christakis, M.D., Chairman of the Board

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