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SANDRA M. FERRERA

May 9, 2001

Florida Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

000004243110--6
-05/17/01--0124--021
*****43.75 *****43.75

Re: Syd & Dora Hoff Osteoporosis Foundation, Inc.
Our File No. R38.001

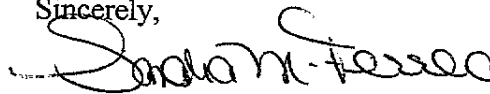
Dear Sir/Madam:

Enclosed for filing with the Secretary of State is the Articles of Dissolution of "The Syd and Dora Hoff Osteoporosis Foundation, Inc., a Florida non-profit corporation. Also enclosed is a check payable to the Department of State in the amount of \$43.75 for payment as follows:

Filing fees:	\$35.00
Certified copy:	<u>8.75</u>
	\$43.75

Please forward to us a certified copy of the Articles of Dissolution in the enclosed, self-addressed, stamped envelope. If you have any questions, please do not hesitate to call.

Sincerely,



Sandra M. Ferrera

cc: Mr. Syd Hoff

SMF/jr.

Enclosures

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Uo/d's

V. SHEPARD MAY 23 2001

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAY 17 AM 8:32

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAY 17 AM 8:32

ARTICLES OF DISSOLUTION
OF
THE SYD AND DORA HOFF OSTEOPOROSIS FOUNDATION,
a Florida non-profit corporation

FIRST: The name of the Corporation is SYD AND DORA HOFF
OSTEOPOROSIS FOUNDATION, INC., a Florida non-profit
corporation.

SECOND: Adoption of Dissolution

1. The corporation has no members or members with
voting rights.
2. The date of adoption of the resolution by the board
of directors was February 13, 2001.
3. The resolution was adopted by written consent and
executed in accordance with 607.0821, Florida
Statutes.
4. Copies of the written consents to dissolve are
attached. Such written consents have been signed by
all of the director's of the corporation.

DATED this 21 day of February, 2001.

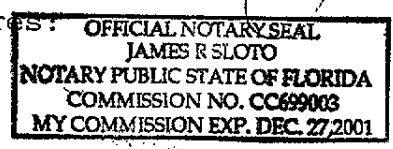
Syd Hoff
SYD HOFF, President

BEFORE ME, the undersigned authority, a person duly authorized
to administer oaths and take acknowledgments, personally appeared
SYD HOFF, as President of the SYD AND DORA HOFF OSTEOPOROSIS
FOUNDATION, a Florida non-profit corporation, known to be to be the
person described in and who executed the foregoing instrument and
acknowledged to and before me that he executed said instrument in
the capacity and for the purpose therein expressed.

WITNESS my hand and official seal, this 21 day of February,
2001.

James R. Sloto
NOTARY PUBLIC

My Commission Expires:
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JAMES R. SLOTO
8917 S.W. 117 STREET
MIAMI, FLORIDA 33176

ACTION BY DIRECTORS
WITHOUT A MEETING
PURSUANT TO FLORIDA STATUTES
607.0821

In accordance with Florida Statutes 607.0821, the undersigned Director of the "SYD AND DORA HOFF OSTEOPOROSIS FOUNDATION, INC.", a Florida non-profit corporation (the "Company"), herewith executes this consent to the action taken without a meeting as of January 31, 2001.

The following action was taken: It has been agreed, consented and authorized by all of the Company's Directors entitled to vote pursuant to F.S. 617.1402 that the SYD AND DORA HOFF OSTEOPOROSIS FOUNDATION, INC. be voluntarily dissolved.

RESOLUTION

RESOLVED, that SYD AND DORA HOFF OSTEOPOROSIS FOUNDATION, INC. be voluntarily dissolved.

DATED: 1/31/01

Syd Hoff
SYD HOFF, Director

ACTION BY DIRECTORS
WITHOUT A MEETING
PURSUANT TO FLORIDA STATUTES
607.0821


In accordance with Florida Statutes 607.0821, the undersigned Director of the "SYD AND DORA HOFF OSTEOPOROSIS FOUNDATION, INC.", a Florida non-profit corporation (the "Company"), herewith executes this consent to the action taken without a meeting as of January 31, 2001.

The following action was taken: It has been agreed, consented and authorized by all of the Company's Directors entitled to vote pursuant to F.S. 617.1402 that the SYD AND DORA HOFF OSTEOPOROSIS FOUNDATION, INC. be voluntarily dissolved.

RESOLUTION

RESOLVED, that SYD AND DORA HOFF OSTEOPOROSIS FOUNDATION, INC. be voluntarily dissolved.

DATED: 2/13/01



BONNIE STILLMAN, Director

ACTION BY DIRECTORS
WITHOUT A MEETING
PURSUANT TO FLORIDA STATUTES
607.0821

In accordance with Florida Statutes 607.0821, the undersigned
Director of the "SYD AND DORA HOFF OSTEOPOROSIS FOUNDATION, INC.",
a Florida non-profit corporation (the "Company"), herewith executes
this consent to the action taken without a meeting as of January
31, 2001.

The following action was taken: It has been agreed, consented
and authorized by all of the Company's Directors entitled to vote
pursuant to F.S. 617.1402 that the SYD AND DORA HOFF OSTEOPOROSIS
FOUNDATION, INC. be voluntarily dissolved.

RESOLUTION

RESOLVED, that SYD AND DORA HOFF OSTEOPOROSIS FOUNDATION, INC.
be voluntarily dissolved.

DATED: 2/2/01


CRAIG DONOFF, Director