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Florida Department of State Division of Corporations

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Division of Corporations

Fax Number : (850) 922-4000

From:

ACCOUNT Name : NASON, YEAGER, GERSON, WHITE & LICCE, P.A.

Account Number : 073222003555 Phone : (561)686-3307 Fax Number : (561)686-5442

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INISION OF CORPORATIONS

DISSOLUTION

HEALTHPLEX LEARNING CENTER, INC.

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STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared Gary N. Gerson, ("Affiant") herein, who being by me first duly sworn, on oath, deposes and says:

- 1. Affiant is the Incorporator of Healthplex Learning Center, Inc., a Florida corporation, organized and filed with the Florida Secretary of State on January 13, 2000 under Document No. P00000004580 whose business address is: 1201 North Flagler Drive, West Palm Beach, FL 33407.
- 2. That the Corporation has not commenced business and that none of the Corporation's shares have been issued.
- 3. On January 28, 2000, Affiant, filed with the Florida Secretary of State, Division of Corporations, Articles of Voluntary Dissolution to dissolve the Corporation.
- 4. Affiant, pursuant to Sections 607.0403 and 607.1404, hereby waives the 120-day requirement for the exclusive use of the Corporation and hereby relinquishes the corporate name "Healthplex Learning Center, Inc."

FURTHER AFFLANT SAYETH NAUGHT.

HEALTHPLEX LEARNING CENTER, INC., a Florida

corporation

Gary N. Gerson, Incorporator

SWORN TO AND SUBSCRIBED before me this 28th day of January, 2000, by Gary N. Gerson, the Incorporator of Healthplex Learning Center, Inc., a Florida corporation, on behalf of the corporation, who is personally known to me OR who produced ________as identification.

Notary Signature

Print Notary Name

NOTARY PUBLIC State of Florida at Large

My Commission Expires:

TARA MACRI
MY COMMISSION # CC 827763
EXPIRES; May 17, 2003
Bonded Thru Notary Public Underwriters

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ARTICLES OF DISSOLUTION FOR HEALTHPLEX LEARNING CENTER, INC.

Pursuant to Section 607.1403, Florida Statutes, the undersigned corporation hereby submits the following for the purpose of dissolving the corporation:

ARTICLE I

The name of the corporation is Healthplex Learning Center, Inc. (the "Corporation"

ARTICLE II

The dissolution was authorized on January 28, 2000.

ARTICLE III

The Corporation has not commenced business, none of the Corporation's shares have been issued and no debt of the Corporation remains unpaid.

ARTICLE IV

The dissolution was approved by the Incorporator of the Corporation pursuant to Section 607.1401, which is sufficient for dissolution of the Corporation.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by the Incorporator on January 28, 2000.

HEALTHPLEX LEARNING CENTER, INC., a Florida corporatjon

Bv:

Gary N. Gerson, Incorportor

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Gary N. Gerson, Esq. (FL Bar No. 251771) 1645 Palm Beach Lakes Blvd., Suite 1200 West Palm Beach, FL 33401 Phone: (561) 686-3307