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BRUCÈ D. SUNSTEIN LEE CARL BROMBERG ROBERT L. KANN TIMOTHY M. MURPHY KERRY L. TIMBERS JOEL R. LEEMAN ROBERT M. ASHER THOMAS C. CAREY EDWARD J. DAILEY ERIK PAUL BELT JULIA HUSTON STEVEN G. SAUNDERS

JUDITH R.S. STERN LISA M. FLEMING HARRIET M. STRIMPEL, D. PHIL. SONIA K. GUTERMAN, PH.D.

SAMUEL J. PETUCHOWSKI, PH.D.

SENIOR SCIENTIST WAYNE G. HASER \*NON-LAWYER

ATTORNEYS AT LAW 125 SUMMER STREET BOSTON, MA 02110-1618

(617) 443-9292 FACSIMILE: (617) 443-0004 WWW.BROMSUN.COM

THEODORE E. MACVEAGH ANNE MARIE LONGOBUCCOF LINCOLN S. JALELIAN CHRISTOPHER K. BARRY-SMITH KAREN A. BUCHANAN JOHN F. WARD LISA M. TITTEMORE JOHN J. STICKEVERS JILL E. DIAZ AHAVIAH D. GLASER HERBERT A. NEWBORN JEFFREY T. KLAYMAN NICOLE ZAWARSKI JAY SANDVOS ALTON HORNSBY IIIT JEAN M. TIBBETTS JENNIFER M. REYNOLDS ELIZABETH P. MORANO DAVID ROBERT FOSS KEITH J. WOOD

ALEXANDER J. SMOLENSKI, JR.† F. JAMES COE JOHN L. CONWAY YANG XU, PH.D. INOT ADMITTED IN MASSACHUSETTS

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September 10, 2001

## VIA FEDERAL EXPRESS

Florida Department of State Department of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re:

Articles of Dissolution

The Covenant HR Group, Inc. Our File No:

1832/011

Dear Sir or Madam:

Enclosed please find the following documents for filing:

- 1. Articles of Dissolution for The Covenant HR Group, Inc. with attached Unanimous Consent of Directors; and
- A check in the amount of \$61.25 for the filing fee (\$35) and a certified copy of same 2. (\$26.25).

Please forward the certified copy of the articles of dissolution to the attention of the undersigned.

Thank you for your attention to this matter. If you have any questions, please feel free to contact

me at (617) 443-9292.

NZ:amd Enclosures 01832/00011 171790.1

## ARTICLES OF DISSOLUTION

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Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following E, FLORIDA FIRST: The name of the corporation is: The Covenant HR Group, Inc. The filing date of the articles of incorporation was: April 10, 2000 THIRD: (CHECK ONE) None of the corporation's shares have been issued. The corporation has not commenced business. FOURTH: No debt of the corporation remains unpaid. The net assets of the corporation remaining after winding up have been distributed FIFTH: to the shareholders, if shares were issued. SIXTH: Adoption of Dissolution (CHECK ONE) A majority of the incorporators authorized the dissolution. A majority of the directors authorized the dissolution. Signed this 7th September day of Signature (By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.) Pat Matarese (Typed or printed name) Treasurer & Director

(Title)