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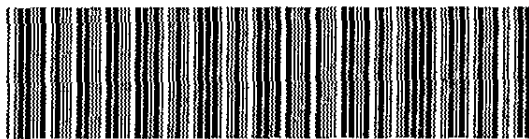
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**RUDEN  
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April 24, 2003

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

**IN RE: WOMEN IN MIND OB/GYN SPECIALISTS, INC.  
ARTICLES OF DISSOLUTION**

Dear Sir/Madam:

Enclosed please find the original and a copy of the Articles of Dissolution on the above referenced corporation. In addition, a check in the amount of \$35.00 is enclosed for the filing fee. Please file the original of the enclosed Articles of Dissolution and return the certified copy to the undersigned. Your prompt attention to this matter would be appreciated. Thank you very much. I am

Sincerely yours,

RUDEN, McCLOSKEY, SMITH,  
SCHUSTER & RUSSELL, P.A.



Evett L. Simmons, Esquire

Enclosures

**WOMEN IN MIND OB/GYN SPECIALISTS, INC.  
ARTICLES OF DISSOLUTION**

Women in Mind OB/GYN Specialist, Inc., a Florida corporation, executes the following articles of dissolution pursuant to Section 607.1403 of the Florida Business Corporation Act:

FIRST: The name of the corporation is Women in Mind OB/GYN Specialist, Inc. (the "Corporation").

SECOND: The names and respective addresses of the offices of the Corporation are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Patricia A. Harding, M.D.	President	3089 S.E Overbrook Dr. Port St. Lucie, FL 34952
Carl D. Zollicoffer, M.D.	Vice-President	5071 N.W. Erskine Terr. Port St. Lucie, FL 34983

THIRD: The names and respective addresses of the directors of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Patricia A. Harding, M.D.	3089 S.E. Overbrook Drive Port St. Lucie, FL 34952
Carl D. Zollicoffer, M.D.	5071 N.W. Erskine Terrace Port St. Lucie, FL 34983

FOURTH: The Shareholders of the Corporation approved the dissolution of the Corporation on November 21, 2002 to be effective one day after receipt of the last receivable filed with Medicaid through the provider number of the Corporation.

FIFTH: The number of votes cast by the Shareholders of the Corporation for dissolution was sufficient for approval of that action.

SIXTH: All liabilities and obligations of the Corporation have been paid or discharged.

SEVENTH: All the property and assets of the Corporation remaining after the payment of all debts, obligations, and liabilities of the Corporation, have been distributed among the Shareholders in accordance with their respective rights and interest.

EIGHTH: There are no actions pending against the Corporation in any court.

NINTH: The Corporation elected to dissolve by unanimous written consent of its Shareholders, and such written consent has been signed by all Shareholders of the Corporation.

EXECUTED: April 22<sup>nd</sup> 2003.

By: Patricia A. Harding, M.D.

Name: Patricia A. Harding, M.D.

Title: President