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CHARLOTTE I. HUNTER, PA.

ATTORNEY AT LAW

426 N.W. SECOND AVENUE

OCALA, FLORIDA 34475

TELEPHONE (352) 622-7300

November 12, 2001

FAX NUMBER (352) 622-9857

Florida Department of State ATTN: Mrs. Karon Beyer, Chief Bureau of Commercial Recording Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

100004684281--0

Re: Ocala Orthopedic Rehab, Inc.

Dear Mrs. Beyer:

This is in response to your letter dated August 16, 2001 (copy enclosed).

Our client has elected to dissolve the above corporation, rather than amend its name. Therefore, enclosed for recording are the original plus one copy of the Articles of Dissolution. Also enclosed is a stamped return envelope.

Please contact this office if there are any further requirements. Thank you.

Very truly yours,

LAW OFFICE OF CHARLOTTE I. HUNTER, P.A.

Charlotte I. Hunter, Esq

CIH/wj Enclosures (4)

NOV 1 5 2001



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

FAX # (352) 622-9857

August 16, 2001

Ms. Charlotte I. Hunter, P.A. Attorney at Law 426 NW Second Avenue Ocala, FL. 34475

Dear Ms. Hunter,

This is to advise you that the corporate name OCALA ORTHOPEDIC REHAB, INC., was granted to your client in error due to a Division error.

A Corporation by the same name was previously formed and filed in our office on May 14, 2001 (a copy is enclosed). The name was incorrectly entered into our database as "Ocal" instead of "Ocala".

Robert Andrews, the sole officer and director, brought this to our attention and the database was corrected August 15, 2001, eight days after the filing of your client's documents. He has informed me that he received correspondence from you representing a newly formed corporation (August 7, 2001) under the exact name as his corporation, demanding that he cease and desist use of the name. Mr. Andrews has used the name OCALA ORTHOPEDIC REHAB, INC., since May 14, 2001, and precedes your client's corporation formed August 7, 2001 under the same name.

I am enclosing an amendment form for your client to use to change its corporate name. We will do so at no charge if it is returned to my attention.

www.sunbiz.org

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Ms. Charlotte I. Hunter P.A. Page Two August 16, 2001

I apologize for this unfortunate data entry error and the apparent problems it has created. It is obvious your client has not yet decided under which name it will choose to conduct business. I am aware of the other six recently formed corporations by your client, which vary only slightly in name or spelling as well as OCALA REHABILITATION ASSOCIATES, P.A. which was incorporated January 6, 1992.

A copy of this letter will be placed in the public record of your client's corporation. If you need any additional information or have any questions, feel free to contact me at (850) 245-6900.

Sincerely,

(Mrs.) Karon Beyer, Chief

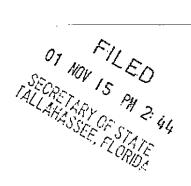
Bureau of Commercial Recording

Division of Corporations

KB/ml

cc: Robert Andrews, 3405 Southwest College Rd., Suite 101, Ocala, FL. 34474

enc.



ARTICLES OF DISSOLUTION

OF

OCALA ORTHOPEDIC REHAB, INC.

ARTICLE I

The name of this Corporation is OCALA ORTHOPEDIC REHAB, INC.

ARTICLE II

The Corporation's articles of incorporation were filed on August 7, 2001.

ARTICLE III

None of the shares of the Corporation have been issued and the Corporation has not commenced business.

ARTICLE IV

The Corporation has no unpaid debts

ARTICLE V

A majority of the directors has authorized the dissolution of the Corporation.

Signed on November ______, 2001

KAREN E. HARTSELL

President