

P01000093538

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

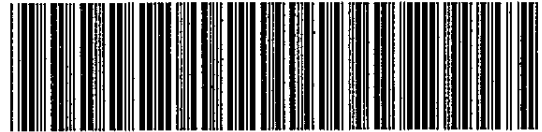
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FL 32399

diss.

G. Coullotte MAY 26 2004

GREENBERG
ATTORNEYS AT LAW
TRAURIG

Jaret L. Davis
DavisJ@gtlaw.com
305-579-0676

May 18, 2004

VIA MAIL

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

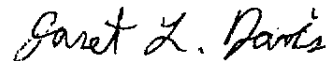
Re: TRINETTE D. MOSS, M.D., P.A.

Dear Sir/Madam:

Enclosed please find the original and two copies of executed Articles of Dissolution of Trinet D. Moss, M.D., P.A., a Florida professional services corporation for filing with your office. Also enclosed is check no. 1638 in the amount of \$35.00 to cover filing fees.

Thank you for your assistance in this matter. Should you have any questions or need additional information, please do not hesitate to contact me at the above number.

Sincerely,


Jaret L. Davis

Enclosures

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ARTICLES OF DISSOLUTION
OF
TRINETTE D. MOSS, M.D., P.A.

Pursuant to the provisions of Section 607.1402 and 607.1403 of the Florida Business Corporation Act, **TRINETTE D. MOSS, M.D., P.A.**, a Florida corporation (the "Corporation") hereby adopts the following Articles of Dissolution and certifies the following information for the purposes of dissolving the Corporation:

The name of the Corporation filing these Articles of Dissolution is **TRINETTE D. MOSS, M.D., P.A.**, Document P01000093538, filed on September 21, 2001.


The Corporation elected to dissolve by a written consent of its Sole Shareholder and Sole Director, effective as of May 10, 2004, the number of votes cast for dissolution being sufficient for approval.

All liabilities and obligations of the Corporation have been paid or discharged, or adequate provision has been made therefor. All the remaining property and assets of the Corporation have been distributed to the shareholders thereof. There are no actions pending against the Corporation in any court, or adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending action.

FILED
04 MAY 21 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Corporation has hereunto executed these
Articles of Dissolution as of this 10th day of May, 2004.

TRINETTE D. MOSS, M.D., P.A., a Florida
Corporation

By: 
Print Name: Trinetta D. Moss, M.D.
Title: President

PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION

OF

TRINETTE D. MOSS, M.D., P.A.

1. Plan of Liquidation. This Plan of Complete Liquidation and Dissolution ("Plan") is intended to accomplish the complete liquidation and dissolution of TRINETTE D. MOSS, M.D., P.A., a Florida corporation ("Corporation"), through the distribution of all the Corporation's assets to its sole Shareholder in complete liquidation of the Corporation in accordance with Section 332 of the Internal Revenue Code of 1986, as amended ("Code"). Such liquidation and dissolution shall be accomplished in the manner stated in this Plan.

2. Approval; Effective Date. This Plan shall be effective as of May 10, 2004.

3. Distribution of Assets. All assets of the Corporation shall be immediately distributed to the sole Shareholder of the Corporation, or to such assignees or designees of the Shareholder as may be identified in an assignment or other written instrument acceptable to the Corporation's Board on or before the date such distribution is to be made.

4. Cancellation of Outstanding Shares. The foregoing distribution in complete liquidation shall be solely in exchange for, in complete surrender and cancellation of, and in payment for, all of the outstanding shares of the Corporation. The Shareholder shall surrender his certificate for such shares at the time of such distribution for cancellation.

5. Tax Report and Final Return Filing. Within 30 days from the date of the adoption of this Plan, the officers of the Corporation shall file with the Treasury Department Form 966 with the Internal Revenue Service, together with a certified copy of the resolutions adopting this Plan. The officers of the Corporation shall instruct the Corporation's accountants to close the books of the Corporation and to prepare and timely file a federal income tax return and a state income tax return on behalf of the Corporation, if necessary, and such other forms as are appropriate.

6. State Filing Requirements. After all of the assets of the Corporation have been distributed in complete liquidation of the stock of the Shareholder, the officers and Director of the Corporation shall cause to be filed with the Florida Department of State, Division of Corporations, the necessary documents pursuant to the appropriate provisions of Sections 607.1401 et seq, Florida Statutes, to effect a complete dissolution of the Corporation, and shall take such other actions as are required, including filing any other necessary documents and certificates.

7. Authorization of Necessary Acts. The officers and the Director of the Corporation shall have the power to adopt all resolutions, execute all documents, and are authorized, empowered and directed to file all papers and take whatever action as they may deem necessary or desirable for the purpose of effecting the complete liquidation and dissolution of the Corporation, and for carrying out the other purposes and intentions of the Plan, so long as any such action shall not be inconsistent with the provisions of Code Section 332, and the Treasury Regulations issued hereunder. The Corporation's officers and Director shall be held harmless by

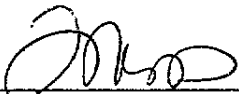
the Corporation for any action under this Plan taken in good faith, and any expense or liability so incurred.

8. Intent. Subject to any over-riding requirements relevant to the Corporation's status as a "qualified Subchapter S subsidiary" under the Code, it is intended that this Plan shall be a plan of complete liquidation within the terms of Code Section 332, and this Plan shall be deemed to authorize such action as, in the opinion of counsel, may be necessary to conform with the provisions of Code Section 332 (or to the extent applicable those more specific rules applicable to the liquidation of a qualified Subchapter S subsidiary under the Code).

9. Transfer of Assets; Title Warranties and Other Contractual Assurances. The Corporation, acting through its officers, is authorized and directed to enter into such agreements, instruments, and documents, and to take such other actions as they deem appropriate to cause the transfer of the Corporation's assets to the Shareholder (or to any assignee of the Shareholder, as contemplated by this Plan), including without limitation any representations, warranties or other contractual assurances they deem appropriate under the circumstances.

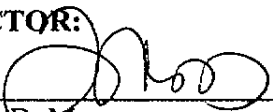
IN WITNESS WHEREOF, the undersigned, being the sole Shareholder and sole Director of the Corporation, has executed the foregoing Plan of Complete Liquidation and Dissolution.

SOLE SHAREHOLDER:



Trinette D. Moss, M.D.

DIRECTOR:



Trinette D. Moss

ARTICLES OF DISSOLUTION
OF
TRINETTE D. MOSS, M.D., P.A.

Pursuant to the provisions of Section 607.1402 and 607.1403 of the Florida Business Corporation Act, **TRINETTE D. MOSS, M.D., P.A.**, a Florida corporation (the "Corporation") hereby adopts the following Articles of Dissolution and certifies the following information for the purposes of dissolving the Corporation:

The name of the Corporation filing these Articles of Dissolution is **TRINETTE D. MOSS, M.D., P.A.**, Document P01000093538, filed on September 21, 2001.

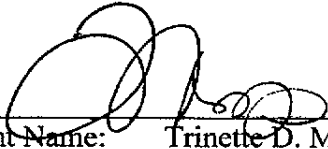
The Corporation elected to dissolve by a written consent of its Sole Shareholder and Sole Director, effective as of May 10, 2004, the number of votes cast for dissolution being sufficient for approval.

All liabilities and obligations of the Corporation have been paid or discharged, or adequate provision has been made therefor. All the remaining property and assets of the Corporation have been distributed to the shareholders thereof. There are no actions pending against the Corporation in any court, or adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending action.

FILED
04 MAY 21 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Corporation has hereunto executed these
Articles of Dissolution as of this 10th day of May, 2004.

TRINETTE D. MOSS, M.D., P.A., a Florida
Corporation

By: 
Print Name: Trinetta D. Moss, M.D.
Title: President

PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION

OF

TRINETTE D. MOSS, M.D., P.A.

1. Plan of Liquidation. This Plan of Complete Liquidation and Dissolution ("Plan") is intended to accomplish the complete liquidation and dissolution of TRINETTE D. MOSS, M.D., P.A., a Florida corporation ("Corporation"), through the distribution of all the Corporation's assets to its sole Shareholder in complete liquidation of the Corporation in accordance with Section 332 of the Internal Revenue Code of 1986, as amended ("Code"). Such liquidation and dissolution shall be accomplished in the manner stated in this Plan.

2. Approval; Effective Date. This Plan shall be effective as of May 10, 2004.

3. Distribution of Assets. All assets of the Corporation shall be immediately distributed to the sole Shareholder of the Corporation, or to such assignees or designees of the Shareholder as may be identified in an assignment or other written instrument acceptable to the Corporation's Board on or before the date such distribution is to be made.

4. Cancellation of Outstanding Shares. The foregoing distribution in complete liquidation shall be solely in exchange for, in complete surrender and cancellation of, and in payment for, all of the outstanding shares of the Corporation. The Shareholder shall surrender his certificate for such shares at the time of such distribution for cancellation.

5. Tax Report and Final Return Filing. Within 30 days from the date of the adoption of this Plan, the officers of the Corporation shall file with the Treasury Department Form 966 with the Internal Revenue Service, together with a certified copy of the resolutions adopting this Plan. The officers of the Corporation shall instruct the Corporation's accountants to close the books of the Corporation and to prepare and timely file a federal income tax return and a state income tax return on behalf of the Corporation, if necessary, and such other forms as are appropriate.

6. State Filing Requirements. After all of the assets of the Corporation have been distributed in complete liquidation of the stock of the Shareholder, the officers and Director of the Corporation shall cause to be filed with the Florida Department of State, Division of Corporations, the necessary documents pursuant to the appropriate provisions of Sections 607.1401 et seq, Florida Statutes, to effect a complete dissolution of the Corporation, and shall take such other actions as are required, including filing any other necessary documents and certificates.

7. Authorization of Necessary Acts. The officers and the Director of the Corporation shall have the power to adopt all resolutions, execute all documents, and are authorized, empowered and directed to file all papers and take whatever action as they may deem necessary or desirable for the purpose of effecting the complete liquidation and dissolution of the Corporation, and for carrying out the other purposes and intentions of the Plan, so long as any such action shall not be inconsistent with the provisions of Code Section 332, and the Treasury Regulations issued hereunder. The Corporation's officers and Director shall be held harmless by

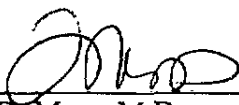
the Corporation for any action under this Plan taken in good faith, and any expense or liability so incurred.

8. Intent. Subject to any over-riding requirements relevant to the Corporation's status as a "qualified Subchapter S subsidiary" under the Code, it is intended that this Plan shall be a plan of complete liquidation within the terms of Code Section 332, and this Plan shall be deemed to authorize such action as, in the opinion of counsel, may be necessary to conform with the provisions of Code Section 332 (or to the extent applicable those more specific rules applicable to the liquidation of a qualified Subchapter S subsidiary under the Code).

9. Transfer of Assets; Title Warranties and Other Contractual Assurances. The Corporation, acting through its officers, is authorized and directed to enter into such agreements, instruments, and documents, and to take such other actions as they deem appropriate to cause the transfer of the Corporation's assets to the Shareholder (or to any assignee of the Shareholder, as contemplated by this Plan), including without limitation any representations, warranties or other contractual assurances they deem appropriate under the circumstances.

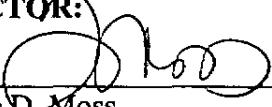
IN WITNESS WHEREOF, the undersigned, being the sole Shareholder and sole Director of the Corporation, has executed the foregoing Plan of Complete Liquidation and Dissolution.

SOLE SHAREHOLDER:



Trinette D. Moss, M.D.

DIRECTOR:



Trinette D. Moss

ARTICLES OF DISSOLUTION

OF

TRINETTE D. MOSS, M.D., P.A.

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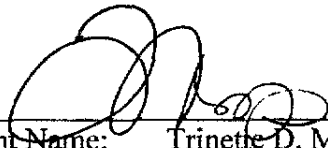
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FILED
04 MAY 21 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Corporation has hereunto executed these
Articles of Dissolution as of this 10th day of May, 2004.

TRINETTE D. MOSS, M.D., P.A., a Florida
Corporation

By: 
Print Name: Trinetta D. Moss, M.D.
Title: President

PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION

OF

TRINETTE D. MOSS, M.D., P.A.

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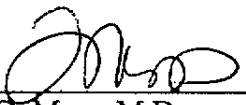
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IN WITNESS WHEREOF, the undersigned, being the sole Shareholder and sole Director of the Corporation, has executed the foregoing Plan of Complete Liquidation and Dissolution.

SOLE SHAREHOLDER:



Trinette D. Moss, M.D.

DIRECTOR:



Trinette D. Moss