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2006 DEC 29 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Dissolution of Palms of Pasadena Pathology, Inc.

DOCUMENT NUMBER: P02000125605

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jarod T. Moss

(Name of Contact Person)

AmeriPath, Inc.

(Firm/Company)

14275 Midway Road, Suite 400

(Address)

Addison, Texas 75001

(City/State and Zip Code)

For further information concerning this matter, please call:

Jarod T. Moss

(Name of Contact Person)

at (**214**) **932-8258**

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:

Palms of Pasadena Pathology, Inc.

SECOND: The document number of the corporation (if known): P02000125605

THIRD: The date dissolution was authorized: 12/1/2006

Effective date of dissolution if applicable: _____
(no more than 90 days after dissolution file date)

FOURTH: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

100% of Common Shareholders

(voting group)

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TALLAHASSEE, FLORIDA

FILED

Signature: David L. Redmond
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

David L. Redmond

(Typed or printed name of person signing)

Vice President

(Title of person signing)

Filing Fee: \$35