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Robert T. Smallwood II, Esq.

Attorney at Law P.O. Box 15557 Sarasota, Florida 34277 (941) 349-6066 Fax; (941) 349-6225

May 12, 2004

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Filing Articles of Dissolution for Prism Health Service Companies, Inc.

Dear Sir or Madam:

Enclosed are the Articles of Dissolution for the above-named named Florida corporation as well as affidavit allowing use of the corporate name by Terry D. Rawstern. Also enclosed is a check in the amount of \$35.00 in payment of the filing fee.

If you should have any questions, please do not hesitate to call.

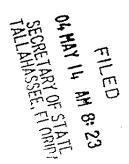
With kindest regards, I remain,

Very Truly Yours,

Robert T. Smallwood II

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Articles of Dissolution of Prism Health Service Companies, Inc.



Article I. Name and Address

The name of this corporation is Prism Health Service Companies, Inc.. The address of the corporation principal office of this corporation is 1343 Main Street, Suite 300, Sarasota, FL 34236.

Article II. Date of Incorporation

The date of filing of the articles of incorporation for the corporation was October 22, 2003.

Article III. Authorization date of Dissolution

The date of the authorization of dissolution by the incorporator is May 7, 2004. Dissolution shall be effective upon filing of these articles of dissolution.

Article IV. Incorporator Approval

The undersigned incorporator, being the sole incorporator of the corporation, authorizes dissolution. No shares of the corporation have been issued and the corporation has not commenced business and the corporation has no unpaid debts.

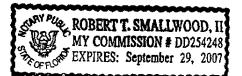
IN WITNESS WHEREOF the undersigned incorporator executed the articles of dissolution on May 7, 2004.

Barton T. Walker, Incorporator

STATE OF FLORIDA COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this May 7, 2004 by Barton T.

Walker who is personally known to me.



Robert T. Smallwood II, Notary Public of the State of Florida STATE OF FLORIDA COUNTY OF SARASOTA

Affidavit

Before me, the undersigned authority, this day personally appeared Barton T. Walker, who, being known to me identification, and who first being duly sworn, deposes and says

- 1. That affiant is the incorporator of Prism Health Service Companies, Inc. ("Corporation").
- 2. That affiant assigns the right to use the name of the Corporation to Terry D. Rawstern

FURTHER AFFIANT SAYETH NOT.

Barton T. Walker

Sworn to and subscribed before me this May 7, 2004 by Barton T. Walker who is personally known to me.

ROBERT T. SMALLWOOD II

NOTARY PUBLIC

My Commission Expires:

