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Mark R. Cheskin

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Morgan, Lewis
& Bockius LLP

COUNSELORS AT LAW

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAY 14 PM 4:58

May 11, 2001

Division of Corporations,
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314
Att: Amendment Section

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*****43.75 *****43.75

Re: Mark R. Cheskin, PA


To Whom It May Concern:

Enclosed are the Articles of Dissolution for Mark R. Cheskin, PA, along with the attached written consent to dissolve the corporation. Also enclosed is an extra copy of these documents, which I would ask that you please have stamped received, and returned to me in the enclosed, self addressed stamped envelope.

I would also appreciate receiving a Certificate of Status. I thus am enclosing check number 1374 made payable to the Florida Department of State for \$43.75 to cover the filing fee and the Certificate of Status.

If you have any questions, please give me a call at 305-579-0320. Thank you for your assistance.

Very truly yours,



Mark R. Cheskin

MRC/bc

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ARTICLES OF DISSOLUTION
(FS Section 607.1402 and 607.1403)

1. The name of the corporation is MARK R. CHESKIN, P.A.
2. The dissolution of this corporation was authorized effective the 30th. day of APRIL, 2001.
3. The dissolution was approved by Written Consent under Section 607.0704 by a majority of the shareholders, which number is sufficient for the approval of the dissolution.
4. A copy of the executed Written Consent to Dissolve the Corporation is attached hereto and made part hereof.

DATED this 30th day of APRIL, 2001.



MARK R. CHESKIN, PRESIDENT

WRITTEN CONSENT OF STOCKHOLDERS OF
MARK R. CHESKIN, P.A.
IN LIEU OF SPECIAL MEETING OF STOCKHOLDERS
PURSUANT TO SECTIONS 607.0704 AND 607.1402
OF THE FLORIDA GENERAL CORPORATION ACT

In lieu of a meeting to liquidate and dissolve, the undersigned, being the Sole Stockholder of the above named corporation, hereby takes the following actions and adopts the following Resolutions by written consent in lieu of a Special Meeting of the Stockholders:

RESOLVED, that the corporation be liquidated in accordance with the provisions of the Internal Revenue Code of 1986, as amended; and

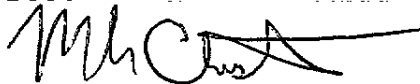
RESOLVED, that in accordance with such plan of liquidation, the officers and directors of the corporation are authorized and directed to:

1. File form 966 within ninety (90) days after the date hereof with the District Director of Internal Revenue Service at Atlanta, Georgia, together with a Copy of this Consent;
2. Liquidate the assets of the corporation and provide for the payment of the outstanding debts of the corporation;
3. Distribute the remaining assets of the corporation in reduction and cancellation of the outstanding stock of the corporation;
4. File a Certificate of Dissolution with the Secretary of State in Tallahassee, Florida; effective April 30, 2001.
5. File all other forms and documents required by the State of Florida and the Federal Government, including all requisite tax returns, as soon as possible after the distribution of the corporate assets; and

RESOLVED, that all actions taken on behalf of this corporation by the officers and directors in connection with the foregoing determination to liquidate and dissolve the corporation and liquidate and transfer its assets are hereby ratified and confirmed in all aspects.

DATED effective the 30th. day of April, 2001.

Stockholders:



Mark R. Cheskin, P.A.