

P94000006929



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 411569 4334907

AUTHORIZATION :

COST LAMPIN \$35.00

*Patricia Pugh*

ORDER DATE : June 2, 1997

ORDER TIME : 11:58 AM

ORDER NO. : 411569-050

CUSTOMER NO: 4334907

800002197688--3

CUSTOMER: Ms. Melinda Lampkin  
Columbia/hca Healthcare  
P.O. Box 550  
One Park Plaza  
Nashville, TN 37202

DOMESTIC FILINGS

NAME: VISIONS HEALTHCARE, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
              CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

*612*  
*[Signature]*  
*Vol.*  
*Disb*

RECEIVED  
97 JUN -2 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
DIVISION OF CORPORATION

**ARTICLES OF DISSOLUTION  
BY DIRECTORS AND SHAREHOLDERS**

**OF**

**VISIONS HEALTHCARE, INC.**

**FILED**

**97 JUN -2 PM 3:14**

**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

To the Department of State  
State of Florida

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the corporation hereinafter named (the "corporation") does hereby adopt the following Articles of Dissolution.

1. The name of the corporation is: Visions Healthcare, Inc.
2. The date the dissolution was authorized was May 22, 1997.
3. The number of votes cast for the aforesaid proposal to dissolve the corporation was sufficient for the approval thereof by the shareholders entitled to vote on the proposal to dissolve the corporation.
4. The action to dissolve the corporation was taken by written consent of the shareholders entitled to vote on the proposal to dissolve the corporation given in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act.

Executed on May 22, 1997.

**VISIONS HEALTHCARE, INC.**

By: \_\_\_\_\_

John M. Franck

Secretary

**UNANIMOUS CONSENT  
OF THE SOLE SHAREHOLDER  
OF  
VISIONS HEALTHCARE, INC.**

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The undersigned, being the Sole Shareholder of **VISIONS HEALTHCARE, INC.**

(the "Corporation"), does hereby unanimously consent to the adoption of the following resolutions:

**RESOLVED**, that the **Corporation** surrender its Charter to the State of Florida and that it cease to be and exist as a corporation; and


**FURTHER RESOLVED**, that the Board of Directors of the **Corporation** be, and hereby are, authorized and directed to execute and deliver, on behalf of the **Corporation**, the necessary Articles of Dissolution of this **Corporation** with the Secretary of State of the State of Florida, and any other offices as required by the State of Florida; and

**FURTHER RESOLVED**, that the Board of Directors of the **Corporation** be, and hereby are, authorized, empowered, and directed to do all things necessary and requisite to settle the affairs of the **Corporation** to carry into effect the foregoing resolution.

Dated this 22nd day of May, 1997.

**HEALTHTRUST, INC. - THE HOSPITAL  
COMPANY**

By: \_\_\_\_\_

  
John M. Franck  
Corporate Secretary

**UNANIMOUS CONSENT  
OF THE BOARD OF DIRECTORS  
OF  
VISIONS HEALTHCARE, INC.**

---

The undersigned, being the Board of Directors of **VISIONS HEALTHCARE, INC.** (the "Corporation"), do hereby unanimously consent to the adoption of the following resolutions:

**RESOLVED**, that the **Corporation** surrender its Charter to the State of Florida and that it cease to be and exist as a corporation; and

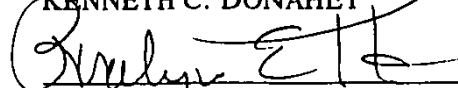
**FURTHER RESOLVED**, that the officers of the **Corporation** be, and hereby are, authorized and directed to execute and deliver, on behalf of the **Corporation**, the necessary Articles of Dissolution of this **Corporation** with the Secretary of State of the State of Florida, and any other offices as required by the State of Florida; and

**FURTHER RESOLVED**, that the officers of the **Corporation** be, and hereby are, authorized, empowered, and directed to do all things necessary and requisite to settle the affairs of the **Corporation** to carry into effect the foregoing resolution.

Dated this 22nd day of May, 1997.

  
STEPHEN T. BRAUN

  
KENNETH C. DONAHEY

  
ROSALYN S. ELTON