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Examiner's Initials

ARTICLES OF DISSOLUTION OF ROBERT L. SMITH, M.D., P.A.

FILED
97 MAR 27 PH 2: 20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I

The name of this corporation is ROBERT L. SMITH, M.D., P.A. It was organized under the laws of the State of Florida on February 17, 1994 and assigned document number P94000014414.

11.

The name, title and post office address of each of the officers of the corporation are as follows:

Robert L. Smith, M.D.

1218 Astorwood Court Altamonte Springs, FL 32701

111.

The name and post office address of the sole director and sole stock holder of the corporation is as follows:

Robert L. Smith, M.D.

1218 Astorwood Court Altamonte Springs, FL 32701

IV.

The are no actions pending against the corporation.

V.

The corporation has elected to dissolve the corporation pursuant to a special meeting of its directors and shareholders. A true copy of the minutes of the special meeting of the directors and shareholders are attached hereto and incorporated by reference as Composite Exhibit "A".

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on this 31st day of December, 1996.

Robert L. Smith, M.D. Sole Officer/Director and

Shareholder

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on this 21 day of March, 1997, by ROBERT L. SMITH, M.D., individually and as sole officer, director and shareholder of ROBERT L. SMITH, M.D., P.A., a Florida corporation, on behalf of the corporation and he is personally known to me and did/did not take an oath.

ROY J DOWLING
My Commission CC447548
Expires Mar. 22, 1999
Bonded by HAI
800-422-1555

Notary Pablic

My commission expires:

mArch 22, 1999

MINUTES OF SPECIAL MEETING OF DIRECTORS OF ROBERT L. SMITH, M.D., P.A.

A special meeting of the Board of Directors of ROBERT L. SMITH, M.D., P.A., was held at the offices of the corporation 661 E. Altamonte Dr., Suite 318, Altamonte Springs, Florida 32701 on the 31st day of <u>December</u>, 1996.

Present was Robert L. Smith, M.D., the sole director of the corporation.

A quorum being present, upon motion duly made and unanimously carried, the following resolution was adopted:

BE IT RESOLVED that the corporation shall be dissolved effective December 31, 1996, and the officers are authorized to execute and all documents necessary to effectuate said dissolution.

There being no further business coming before the meeting, and upon motion duly made and unanimously carried, the meeting was adjourned.

Robert L. Smith, M.D.

The undersigned sole director does hereby waive notice of the time, place and purpose of the meeting reported above and consents to the actions set forth above.

Robert L. Smith, M.D.

EXHIBIT ...