

**P95000067124**

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**DISSOLUTION**

**DAMON AND GREIDER, P.A.**

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FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

October 1, 2003

DAMON AND GREIDER, P.A.  
12050 ROSEMOUNT DR  
FORT MYERS, FL 33913

SUBJECT: DAMON AND GREIDER, P.A.  
REF: P95000067124

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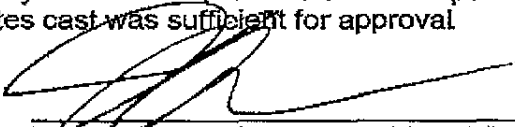
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**ARTICLES OF DISSOLUTION  
OF**

**DAMON AND GREIDER, P.A.**

FILED  
SECRETARY OF CORPORATION  
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1. The name of the Corporation is Damon and Greider, P.A..
2. The names and respective address of its officers are:  
  
President: William A. Greider  
  
Vice- President: William A. Greider  
  
Secretary: William A. Greider  
  
Treasurer: William A. Greider
3. The names and respective address of its Directors are:  
  
William A. Greider  
12050 Rosemount Drive  
Fort Myers, Florida 33913
4. All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made for them.
5. All the remaining property and assets of the Corporation will be distributed among its Shareholders in accordance with their respective rights and interests.
6. There are no actions pending against the Corporation in any Court.
7. A copy of the Resolution by the Board of Directors to dissolve is attached hereto.
8. This Resolution was adopted by all the Shareholders of the Corporation on August 18, 2003, and the number of votes cast was sufficient for approval

  
William A. Greider, as President, Vice-  
President, and Secretary

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**STOCKHOLDER AND DIRECTOR ACTION  
BY UNANIMOUS CONSENT  
WITHOUT A MEETING  
OF  
DAMON AND GREIDER, P.A.**

The undersigned, presently being all of the Stockholders of all of the issued and outstanding shares and the members of the Board of Directors who would be entitled to vote upon the actions hereinafter set forth at a formal joint special meeting of the stockholder and directors of Damon and Greider, P.A. ("Corporation"), do hereby consent to the following actions to the same extent, and to have the same force and effect as if adopted at a formal joint special meeting of the stockholders and directors of said Corporation.

RESOLVED, that all actions, transactions and activities of the stockholders and directors of the Corporation from the date of the last meeting to the date hereof are hereby approved, ratified and confirmed.

FURTHER RESOLVED, that the stockholders and directors of the Corporation approved the dissolution of the Corporation effective as of August 18, 2003.

FURTHER RESOLVED, that the President of the Corporation is authorized and directed to proceed promptly to wind-up the Corporation's affairs, to collect and reduce to possession its assets, to pay or provide for its liabilities, and to distribute the remaining assets, subject to all remaining liabilities. All assets of the Corporation shall be distributed to the stockholders, except as otherwise agreed to by any of the shareholders, on or before August 18, 2003, and the Corporation shall cease to conduct any business thereafter.

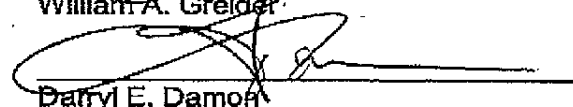
FURTHER RESOLVED, that the Corporation shall be dissolved as soon after the liquidation as practical, to allow for the winding up of the affairs of the Corporation (e.g., execution of final tax returns, etc.).

FURTHER RESOLVED, that the President of the Corporation is hereby specifically empowered, authorized and directed to sign any document and take such other steps as are necessary to liquidate and dissolve the Corporation in accordance with and as set forth herein.

The undersigned does hereby consent and affirm that the actions set forth in the foregoing resolutions shall have the same force and effect as if taken at a duly constituted meeting of the stockholders and directors of the Corporation and that this document be filed with the secretary of the Corporation and shall be made a part of the minutes of the Corporation.

IN WITNESS WHEREOF, the undersigned have executed this written consent as of August 18, 2003.

  
William A. Greider

  
Darrell E. Damon