



THE UNITED STATES
CORPORATION
COMPANY

P95000074471

ACCOUNT NO. : 072100000032

REFERENCE : 396210 4303929

AUTHORIZATION :

COST LIMIT : \$ 87.50

ORDER DATE : May 19, 1997

ORDER TIME : 9:31 AM

ORDER NO. : 396210-005

CUSTOMER NO: 4303929

CUSTOMER: Mr. Steven B. Lapidus
Greenberg Traurig Hoffman
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

900002183379--4

DOMESTIC FILINGS

NAME: PEDIATRIC HEALTH SERVICES, INC

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
97 MAY 19 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION
OF
PEDIATRIC HEALTH SERVICES, INC.**

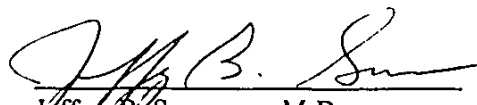
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1401 and 607.1403 of the Florida Business Corporation Act, **PEDIATRIC HEALTH SERVICES, INC.**, a Florida corporation (the "Corporation"), hereby adopts the following Articles of Dissolution and certifies the following information for the purposes of dissolving the Corporation:

1. The name of the Corporation filing these Articles of Dissolution is **PEDIATRIC HEALTH SERVICES, INC., P95000074471**.
2. The date of filing of the articles of incorporation was September 26, 1995.
3. None of the Corporation's shares have been issued.
4. No debt of the Corporation remains unpaid.
5. The Corporation has no net assets remaining for distribution.
6. The Corporation elected to dissolve by unanimous written consent of its sole Director, as of May 13, 1997.

IN WITNESS WHEREOF, the undersigned being the sole Director of **PEDIATRIC HEALTH SERVICES, INC.**, has executed these Articles of Dissolution on behalf of the Corporation as of the 13 day of May, 1997.

PEDIATRIC HEALTH SERVICES, INC.,
a Florida corporation



Jeffrey B. Sussmane, M.D.
Director