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LAW OFFICES OF
STEVENS & MENYHART, P.A.

SHELDON D. STEVENS
ANDREW W. MENYHART

May 15, 1997

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Dept. Of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

100002203981--1
-06/06/97--01043--010
*****35.00 *****35.00

Re: Dissolution of Riverside Medical Care, P.A.

Dear Sir or Madam:

Enclosed herewith please find the Articles of Dissolution with Consent of Shareholder to Dissolution for filing in regard to the above referenced corporation. Also enclosed please find our check in the sum of \$35.00 which represents your filing fee.

Thank you for your courtesy in this regard. If you should have any questions, please do not hesitate to contact the undersigned.

Sincerely,

ANDREW W. MENYHART

AWM:smf

Enclosure: as stated

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VOIDS
CEG 6/14

ARTICLES OF DISSOLUTION

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving:

1. The name of the corporation is Riverside Medical Care, P.A.
2. Dissolution was authorized by resolution of the Board of Directors on May 15, 1997, and by consent of the shareholders on May 15, 1997
3. Of the 100 shares outstanding and entitled to vote on the matter of dissolution, 100 voted for dissolution. No voting by classes is required, and the foregoing vote is sufficient for approval of dissolution.

Dated, this 16th day May 1997.

RIVERSIDE MEDICAL CARE, P.A.

BY: _____

GUY D. HOAGLAND, President

STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 16th day of May, 1997, by Guy D. Hoagland, as President of Riverside Medical Care, P.A.

Sandra Flynn
Print, Type or Stamp Name of Notary

✓ Personally known
_____ or Produced Identification
_____ Type of Identification Produced




Sandra Flynn
My Commission CC627652
Expires April 15, 2001

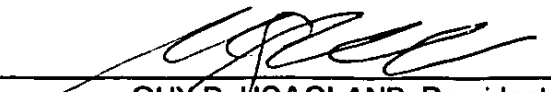
CONSENT OF SHAREHOLDER TO DISSOLUTION

The undersigned, being the holder of all outstanding shares of stock does hereby consent to the voluntary dissolution of said corporation and does authorize the President or a Vice President and the Secretary or Assistant Secretary of said corporation to execute and file duplicate originals of Articles of Dissolution with the Secretary of State of Florida.

Dated this 16th day of May, 1997.



GUY D. HOAGLAND, as Sole Shareholder
RIVERSIDE MEDICAL CARE, P.A.

BY: 

GUY D. HOAGLAND, President