ATTORNEYS - AT - LAW

2625 Park Tower 400 North Tampa Street Tampa, Florida 33602 Phone: (813) 225-1918

Fax: (813) 225-2531

March 23, 1998

Florida Department of State Division of Corporations P.O. Box 6317 Tallahassee, FL 32301

Dear Sir or Madam:

90002520759--9 -05/12/98--01079--007 *****35.00 *****35.00

Enclosed herewith please find Articles of Dissolution for Home Quality Care, Incorporated. Please file this article of dissolution and terminate the incorporation of this company.

Should you have any questions regarding this matter, please do not hesitate to call me.

Yours faithfully,

Eugene M. LeFloch

EML/kd Enclosure

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BECRETARY OF STATE
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Susan Payne

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 20, 1998

Eugene M. LeFloch % Wetherington, LeFloch & Hamilton, P.A. 400 N. Tampa Street, 2625 Park Tower Tampa, FL 33602

SUBJECT: HOME QUALITY CARE INC.

Ref. Number: P95000081846

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

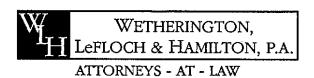
Articles of Dissolution must comply with either section 607.1401 or 607.1403, Florida Statutes.

The fee to file articles of dissolution or a certificate of withdrawal is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Letter Number: 398A00021022

Louise Flemming-Jackson Corporate Specialist Supervisor



2625 Park Tower 400 North Tampa Street Tampa, Florida 33602 Phone: (813) 225-1918 Fax: (813) 225-2531

May 8, 1998

Florida Department of State Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Attn: Louise Flemming-Jackson

Corporate Specialist Supervisor

Re: HOME QUALITY CARE, INC.

Reference Number: P95000081846

Dear Ms. Flemming-Jackson:

Enclosed find the Articles of Dissolution of Home Quality Care, Inc. They are in full compliance with Florida Statute Section 607.1401. Further, the fee to file same is also enclosed.

If you have any questions or comments, please do not hesitate to contact me.

Sincerely,

Kari M. Swanson

Lai M. Swans

KMS:jrd Enclosures

ce: Mr. William Ernst

(w/enclosure)

Ernst.222.9802.1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION OF HOME QUALITY CARE. INC.

I WILLIAM ERNST, being the only shareholder and director of HOME QUALITY CARE, INC., the sole original incorporator hereby file these articles to dissolve HOME QUALITY CARE. INC. HOME QUALITY CARE INC., incorporated on October 23, 1995, and no corporate shares are issued. There is no corporate debt outstanding and all of the assets, if any, of the corporation after winding up have been or will be distributed to the only shareholder William Ernst.

WHEREFORE, we have set our hand and seal this 23 day of March, 1998.

WILLIAM ERNST

By: William Ernst

STATE OF FLORIDA____COUNTY OF HILLSBOROUGH

Before me appeared, William Ernst, as director of whom Quality Care Inc., after being duly sworn deposes and says that he is authorized by said corporation to execute the above mentioned document and that he is executing it to the best of his knowledge and belief. William Ernst produced his driver's license and/or is personally known to me.

Date this 23 day of March, 1998.

Eugene LeFloch

My Commission CC672247

Expires September 18, 2001

Notary Public Print Mame:

Seal: