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FILED
MAR -3 AM 9:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

February 27, 1997

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*****35.00 *****35.00

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: 21st Century Wellness Centers, Inc.

Dear Sir:

Please find enclosed for filing, the Articles of Dissolution Pursuant to Section 607.1403 of the Florida Business Corporation Act, with regard to above referenced incorporation. I have included an extra copy which I would ask that you please file stamp and return in the enclosed self-addressed stamped envelope. My trust account check in the amount of \$35.00 to cover your fee for same is also enclosed.

Should you have any questions or need anything additional, please give me a call.

Very truly yours,

THOMAS C. SANTORO

TCS/mcb
enc.

Voldis

VS MAR -6 1997

ARTICLES OF DISSOLUTION PURSUANT TO SECTION
607.1403 OF THE FLORIDA BUSINESS CORPORATION
ACT OF 21ST CENTURY WELLNESS CENTERS, INC.

FILED

97 MAR -3 AM 9:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

TO: DEPARTMENT OF STATE
TALLAHASSEE, FL 32314

DATE PAID: _____
FILING FEE: _____

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 the corporation are as follows:

1. The name of the corporation is 21ST CENTURY WELLNESS CENTERS, INC.

2. The names and respective addresses of the officers of the corporation are as follows:

Office	Name and Address
Chief Executive Officer:	James Vance Bartlett, Ph.D. 3627 Jim's Court Green Cove Springs, FL 32043
Executive Vice President:	Jerry Cleveland Vaughn 216 Wesley Road Green Cove Springs, FL 32043
Executive Vice President:	Thomas Allen McCarty, M.S.M. 2127 Foxwood Drive Orange Park, FL 32073
Secretary/Treasurer:	Margaret Elizabeth Vaughn 216 Wesley Road Green Cove Springs, FL 32043

3. The names and respective addresses of the directors of the corporation are as follows:

Name	Address
James Vance Bartlett, Ph.D.	3627 Jim's Court Green Cove Springs, FL 32043
Jerry Cleveland Vaughn	216 Wesley Road Green Cove Springs, FL 32043
Thomas Allen McCarty, M.S.M.	

2127 Foxwood Drive
Orange Park, FL 32073

Margaret Elizabeth Vaughn

216 Wesley Road
Green Cove Springs, FL 32043

4. Dissolution was authorized on February 11, 1997.
5. The number of votes cast for dissolution was sufficient for approval.
6. All liabilities and obligations of the corporation have been paid or discharged.
7. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interest.
8. There are no actions pending against the corporation in any court.
9. The corporation elected to dissolve by act of the corporation, a resolution to dissolve having been unanimously duly adopted by all of the shareholders on February 11, 1997, as evidenced by these Articles of Dissolution being fully executed by all directors and officers of the corporation.

DATED: 2/11/97.

21ST CENTURY WELLNESS CENTERS, INC.

Corporate Seal

Attest: _____

James V. Bartlett
By: James V. Bartlett, As the Chief
Executive Officer of the Board of
Directors

Jerry Cleveland Vaughn
By: Jerry Cleveland Vaughn, Exec.
Vice President

Thomas Allen McCarty
By: Thomas Allen McCarty, Exec.
Vice President

Margaret Elizabeth Vaughn
By: Margaret Elizabeth Vaughn,
Secretary/Treasurer