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June 25, 1999

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

RE: *SLH of Naples, Inc.*

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-06/28/99--01115--008
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed are the Articles of Dissolution for the above-referenced corporation, together with a copy of the Unanimous Written Consent of Shareholders to Voluntary Dissolution. Also enclosed is a check in the amount of \$35 for the cost of filing the Articles of Dissolution.

Please file the enclosed Articles of Dissolution and return the Articles to me in the enclosed self-addressed envelope.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

QUARLES & BRADY LLP

Susan Kubar

Susan Kubar

*Diss
6-30-99
DHS*

FILED
99 JUN 28 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SBK/smb
Enclosures

cc: Sandra Hesse
Keith Nakamoto, Pricewaterhouse Coopers LLP

**ARTICLES OF DISSOLUTION
OF
SLH OF NAPLES, INC.**

FILED

99 JUN 28 PM 2:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

1. The name of this Corporation is SLH OF NAPLES, INC.
2. The names and respective addresses of the officers of the Corporation are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Sandra Hesse	President, Treasurer and Secretary	2271 Oakes Blvd. Naples, FL 34119-8758

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

<u>Name</u>	<u>Address</u>
Sandra Hesse	2271 Oakes Blvd. Naples, FL 34119-8758

4. Dissolution was authorized as of June 30, 1998.
5. The number of votes cast for dissolution was sufficient for approval.
6. Adequate provision has been made for the payment of all of the liabilities and obligations of the Corporation.
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 interests.
8. No actions are pending against the Corporation.
9. The Corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the Corporation. A copy of the written consent is attached to these Articles.

Signed on the 20th day of May, 1999.

SLH OF NAPLES, INC.

By: *Sandra Hesse*
Sandra Hesse, President

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 20th day of MAY, 1999, by Sandra Hesse, President of SLH OF NAPLES, INC., on behalf of the Corporation, who is () known to me or () presented _____ as identification.

Linda J Chapman
Notary Public

(SEAL)

My Commission Expires:



Linda J Chapman
My Commission CC630507
Expires March 30, 2001