

Thomas F. Rizzo
Certified Public Accountant

P960001D3668

July 20, 1998

APPROVED
AND
FILED
98 JUL 27 PM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary Of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles Of Dissolution
for M M G of Southwest Florida, Inc.

800002599758--8
-07/27/98--01121--019
*****35.00 *****35.00

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles of Dissolution for MMG of Southwest Florida, Inc., and a check in the amount of \$35.00 representing the filing fee for same.

Please confirm the copy and return the same to my office in the stamped return envelope provided.

Thank you for your assistance.

Sincerely yours,



Thomas F. Rizzo

TFR/jge

Enclosures

2340 Periwinkle Way, J2 Sanibel Island, Florida 33957
TEL (941) 395-0400 * FAX (941) 395-0480

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ARTICLES OF DISSOLUTION OF
M M G OF SOUTHWEST FLORIDA, INC.

I. The name of this Corporation is M M G OF SOUTHWEST FLORIDA, INC., which was duly incorporated on December 23, 1996 and effective on January 1, 1997, by the State of Florida.

II. The names and office addresses of the officers of this Corporation are as follows:

Paula J. Schuetz
3640 Del Prado Blvd.,
Suite B
Cape Coral, FL 33904

Nick L. Ciccarello
3540 Del Prado Blvd.
Suite B
Cape Coral, FL 33904

III. The names and office addresses of the directors of the Corporation are as follows:

Paula J. Schuetz
3640 Del Prado Blvd.
Suite B
Cape Coral, FL 33957

Nick L. Ciccarello
3640 del Prado Blvd.
Suite B
Cape Coral, FL. 33904

IV. All debts, obligations and liabilities of this Corporation have been paid or discharged.

V. There are no remaining assets or property for distribution to the shareholders.

VI. There are no actions pending against the Corporation.

VII. The Corporation has elected to dissolve on the unanimous written consent of its shareholders and directors. A copy of the consent is incorporated and attached as Exhibit "A".

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on June 23, 1998, at Lee County, Florida.

By: Paula J. Schuetz

PAULA J. SCHUEPZ, President

ATTEST:

James Schaeff

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUL 27 PM 11:17

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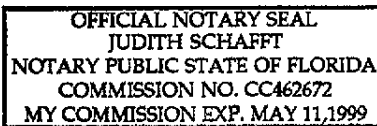
STATE OF FLORIDA
COUNTY OF LEE

On this 24 day of June, 1998, before me personally appeared PAULA J. SCHUETZ, known to me or who has produced _____ as identification, and who did/did not take an oath, and known to be the person who executed the foregoing Articles of Dissolution, and he acknowledged before me that he executed these Articles of Dissolution of M M G OF SOUTHWEST FLORIDA, INC. on behalf of the Corporation.

Judith Schafft
Notary Public

Print Name: Judith Schafft

My commission expires:



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FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "A"

CONSENT TO DISSOLUTION OF

M M G OF SOUTHWEST FLORIDA, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 27 PM 11:17

APPROVED
AND
FILED

We the undersigned, being all of the officers and directors of the corporation M M G OF SOUTHWEST FLORIDA, INC., which was duly incorporated on JANUARY 1, 1997, by the State of Florida, hereby unanimously agree and consent to the dissolution of the Florida corporation, M M G OF SOUTHWEST FLORIDA, INC.

DATED this 23 day of June, 1998.

Paula J. Schuetz
PAULA J. SCHUETZ, President/Treas.

Nick L. Ciccarello
NICK L. CICCARELLO, Vice President/sec.