

P97000000381

GRADY H. WILLIAMS, JR.  
ATTORNEY AT LAW  
1279 KINGSLEY AVENUE  
SUITE 117  
ORANGE PARK, FLORIDA 32073  
(904) 264-0441

FILED  
FEB 20 AM 8:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MASTER OF LAWS  
IN TAXATION  
ADMITTED TO PRACTICE  
IN FLORIDA & TEXAS

February 18, 1998

MAILING ADDRESS:  
POST OFFICE BOX 1542  
ZIP: 32067-1542  
FACSIMILE:  
(904) 269-1115

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

100002436361--5  
-02/20/98-01063-020  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Articles of Dissolution for Dennis W. Wulfeck, M.D., P.A.  
Document Number: P97000000381

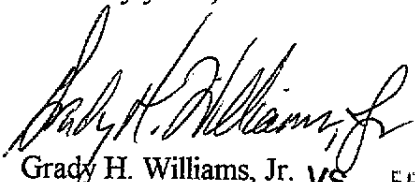
Greetings:

Enclosed please find one original and one photocopy of the Articles of Dissolution for Dennis W. Wulfeck, M.D., P.A., along with my trust account check in the amount of \$35.00 for the filing fee. Note that I am not requesting or enclosing payment for a certified copy of the filed Articles of Dissolution.

Please file the original enclosure with the Department of State and, if possible, return the photocopy "stamped in" copy to me.

Should you have any questions concerning this matter, please call me. Thank you for your assistance.

Sincerely yours,



Grady H. Williams, Jr. VS FEB 23 1998

cc: Client

Voldis


**ARTICLES OF DISSOLUTION  
FOR  
DENNIS W. WULFECK, M.D., P.A.**

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

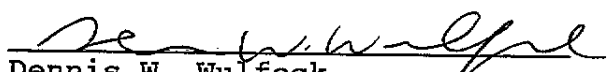
The undersigned, as President of DENNIS W. WULFECK, M.D., P.A., a Florida professional service corporation, files these Articles of Dissolution for the corporation and states the following:

1. The name of the corporation being dissolved is DENNIS W. WULFECK, M.D., P.A.
2. The Articles of Incorporation for this corporation were filed with the Florida Department of State, Division of Corporations, on December 31, 1996, effective January 1, 1997. The document number of this corporation is P97000000381.
3. On 16 FEB, 1998, the sole director for the corporation authorized this dissolution by written consent.
4. The sole shareholder for the corporation approved the dissolution of the corporation by written consent.
5. There is only one class of outstanding stock for the corporation, and there are no separate voting groups entitled to vote for or against the dissolution of the corporation.
6. This dissolution shall be effective for all purposes as of the date of its filing with the Florida Department of State, Division of Corporations.

Executed this 16 date of FEB, 1998.

  
Dennis W. Wulfeck, President

Attest:

  
Dennis W. Wulfeck  
Secretary

**WRITTEN CONSENT OF SOLE SHAREHOLDER AND SOLE DIRECTOR FOR  
DISSOLUTION OF DENNIS W. WULFECK, M.D., P.A.**

The undersigned, being the sole Shareholder and sole Director of Dennis W. Wulfeck, M.D., P.A., a Florida professional service corporation (Doc. No. P97000000381), hereby desires to adopt the following resolutions by his sole written consent:

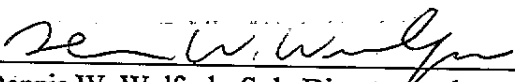
RESOLVED, that the corporation be liquidated in accordance with the provisions of the Internal Revenue Code of 1954, as amended, and further

RESOLVED, that in accordance with such plan of liquidation, the sole officer, director and accountant for the corporation be and they hereby are authorized and directed to:

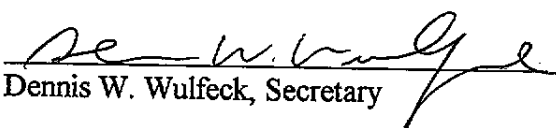
1. File Form 966 within 30 days after the date hereof with the District Director of the Internal Revenue Service at Atlanta, Georgia, together with a copy of this consent;
2. Transfer all of the assets of the corporation to the sole shareholder of the corporation;
3. Distribute all of the assets subject to any unpaid liabilities in reduction and cancellation of all outstanding stock of the corporation;
4. File Articles of Dissolution with the Secretary of State in Tallahassee, Florida;
5. File all other forms and documents required by the State of Florida and the Federal Government, including all required tax returns, as soon as possible after the distribution of the corporate assets; and
6. Provide for the payment of any indebtedness owed by the corporation to any creditors and/or any lienors; and

FURTHER RESOLVED, that all actions taken on behalf of this corporation by the officers and sole director in connection with the foregoing determination to liquidate and dissolve the corporation, the possible sale or distribution of its assets, be and the same are hereby ratified and confirmed in all respects.

Date this 16 day of FEB, 1998.

  
Dennis W. Wulfeck, Sole Director and  
Shareholder

Attest:

  
Dennis W. Wulfeck, Secretary