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May 4, 1999

VIA OVERNIGHT DELIVERY

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Attn: Filing Section

Re: Key Rehab, Inc.

Dear Sir/Madam:

900002868099--0
-05/07/99--01123-011
*****87.50 *****43.75

Enclosed please find for filing Articles of Dissolution of the above-captioned corporation.

Enclosed is a check for \$87.50, covering the various fees incident to the filing of the Articles of Dissolution. Please send a certified copy of the Articles of Dissolution to my attention at the above address.

Thank you for your cooperation.

Sincerely,

EBK
Edwin B. Kagan

EBK/cms
Enclosures
cc: Ben Atkins (w/out enc.)

FILED
99 MAY -7 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 MAY -5 AM 8:34
DIVISION OF CORPORATIONS

D:SS,
5/10/99
S

ARTICLES OF DISSOLUTION

OF

KEY REHAB, INC.

FILED
99 MAY -7 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KEY REHAB, INC., a corporation organized and existing under the Florida Business Corporation Act,

DOES HEREBY CERTIFY AS FOLLOWS:

FIRST: The name of the Corporation is Key Rehab, Inc.

SECOND: The dissolution of the Corporation was authorized on May 3, 1999.

THIRD: The dissolution of the Corporation was authorized and approved by written consent of the stockholders of the Corporation in accordance with §607.1402 of the Florida Business Corporation Act. The number of votes cast for dissolution was sufficient for approval. The Articles of Dissolution were adopted on May 3, 1999.

Dated:

5-4-99

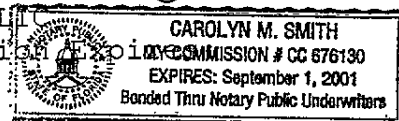
By:

BENJAMIN ATKINS, President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 4th day of May, 1999, by BENJAMIN ATKINS, as President of Key Rehab, Inc.

NOTARY PUBLIC
My Commission Expires



Personally known _____ or Produced Identification

Type of Identification Produced FL D.L. # A325-061-69-454-6