



P97000036395

ACCOUNT NO. : 072100000032

REFERENCE : 529312 7110150

AUTHORIZATION :

Patricia P. [Signature]

COST LIMIT : \$ 35.00

FILED  
99 DEC 29 PM 4:59  
STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : December 24, 1999

ORDER TIME : 3:40 PM

ORDER NO. : 529312-005

CUSTOMER NO: 7110150

000003083970--8

CUSTOMER: Ms. Lynda Crick  
National Healthnet Corporation  
1900 Corporate Boulevard, N.W.  
Suite 400w  
Boca Raton, FL 33431

dis

DOMESTIC FILINGS

NAME: NH-SUN, INC.

RECEIVED  
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STATE  
TALLAHASSEE, FLORIDA

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

           CERTIFIED COPY  
XX            PLAIN STAMPED COPY  
           CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

ASR  
01/3/00

ARTICLES OF DISSOLUTION

FILED  
99 DEC 29 PM 4:59  
SEVENTH JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: NH-SUN, Inc.

SECOND: The date dissolution was authorized: November 17, 1999

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:*

The number of votes cast for dissolution was sufficient for approval by

\_\_\_\_\_  
(voting group)

Signed this 17 day of November, 1999.

National Healthnet Corporation By: Stephen D. Linehan  
Signature \_\_\_\_\_  
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Stephen D. Linehan  
(Typed or printed name)

President and CEO  
(Title)

RESOLUTION UPON UNANIMOUS CONSENT  
OF THE BOARD OF DIRECTORS

We the undersigned constituting all members of the Board of Directors of NH-SUN, Inc., a Florida corporation, (the "Corporation") acting upon unanimous consent, hereby take the following action:

WHEREAS, the Board of Directors of the Corporation deem it in the best interest of the shareholders that the Corporation be dissolved, since the Corporation is not doing business in the State of Florida;

NOW THEREFORE, be it resolved that the Corporation cease from conducting business in the State of Florida, and therefore dissolution is necessary and recommended; it is further

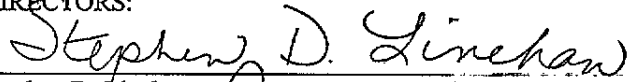
RESOLVED that the Secretary of the Corporation notify all shareholders of record that the Board of Directors have recommended to the shareholders that the Corporation be dissolved; and it is further

RESOLVED that the Chief Executive Officer, the CFO/Treasurer, the Secretary of the Corporation, and other Officers, and each of them be and hereby are authorized, empowered and directed, acting in the name and on behalf of this Corporation, to execute and deliver any and all instruments or documents, and to take any and all action which any of them, in their discretion shall determine to be necessary or advisable in order to further the intent of the preceding resolutions.

This Consent may be executed in one or more counterparts, each of which shall be deemed an original and all of which when taken together shall constitute one and the same Consent.

This Consent shall be effective as of the date first written.

DIRECTORS:

  
\_\_\_\_\_  
Stephen D. Linehan

  
\_\_\_\_\_  
James E. Patrick

  
\_\_\_\_\_  
Robert A. Miles

RESOLUTION UPON UNANIMOUS CONSENT  
OF SHAREHOLDERS TO DISSOLVE CORPORATION

We, the undersigned, constitute all shareholders with NH-SUN, Inc., a Florida corporation, (the "Corporation") acting without a meeting and upon unanimous consent, hereby take the following:

WHEREAS, the Board of Directors has recommended dissolution of the Corporation, and the Shareholders consent to and approve the same;

NOW THEREFORE, be it: resolved that the shareholders of the Corporation hereby vote upon unanimous consent, to dissolve the Corporation pursuant to section 607.1402 (6) and 607.0704 of the Florida Business Corporation Act.

The number of votes cast for dissolution by shareholders of the Corporation was sufficient for approval. Shareholders herein waive any notice of meeting otherwise required by statute or the bylaws. This dissolution was authorized on November 17, 1999.

Authorized by:

National Healthnet Corporation, Sole Shareholder of NH-SUN, Inc.

By Stephen D. Linehan  
Stephen D. Linehan, Chief Executive Officer

11/17/99  
Date