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FRANK, EFFMAN, WEINBERG & BLACK, P.A.

THE LAW FIRM OF  
BLACK, P.A.

NEIL G. FRANK  
STEVEN W. EFFMAN  
STEVEN A. WEINBERG  
DAVID W. BLACK  
DAVID A. CHENKIN  
RANDY J. NATHAN  
KARIN BAYNE HENSEL  
EDMUND M. ARISTONE, JR.

August 14, 1998

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

FILED  
98 AUG 19 AM 8:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: AMERICAN BUSINESS AND PROFESSIONAL PROGRAM  
OF SOUTH FLORIDA, INC.  
OUR FILE NO. 6214.001

300002619633--4  
-08/19/98--01025--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir/Madam:

Enclosed herein please find Articles of Dissolution for the above-referenced entity, along with this Firm's check in the sum of \$35.00 representing the filing fee for same.

Upon filing the above-referenced document, please provide the undersigned with proof of filing and return the attached true copy to us for our records.

Thank you for your attention to this matter. Should you have any questions, please do not hesitate to contact us.

Very truly yours,

FRANK, EFFMAN, WEINBERG & BLACK, P.A.

*Bruce Hurwitz*

BRUCE HURWITZ, ESQUIRE  
For the Firm

VS AUG 25 1998

*W/d's*

BH/lbw  
enclosures  
abpps.f.dissolution

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TALLAHASSEE, FLORIDA

**ARTICLES OF DISSOLUTION OF  
AMERICAN BUSINESS AND PROFESSIONAL PROGRAM OF SOUTH FLORIDA, INC.**

1. The name of the Corporation is: AMERICAN BUSINESS AND PROFESSIONAL PROGRAM OF SOUTH FLORIDA, INC..

2. The date on which the dissolution was authorized was May 8, 1998.

3. The dissolution was duly adopted by all of the directors and shareholders on May 8, 1998, and the number of votes for dissolution was sufficient for approval.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by its duly authorized officer this 11 day of May, 1998.

AMERICAN BUSINESS AND  
PROFESSIONAL PROGRAM OF SOUTH  
FLORIDA, INC.

BY: 

IRA MARTIN, President