

P980000/1189

PHILIP S. HANEY LL.M. (TAXATION)
ADMITTED OKLAHOMA AND TENNESSEE

LAW OFFICES
PHILIP S. HANEY ASSOCIATES
MIDWAY OFFICE PLAZA
2727 EAST 21ST STREET, SUITE 2004
TULSA, OKLAHOMA 74114-3533

TELEPHONE 918.744.1023
FACSIMILE 918.744.1043
EMAIL PHILHANEY@JUNO.COM

WRITER'S DIRECT DIAL NUMBER
918.774.

February 11, 1998

FILED
98 FEB 12 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

via UPS Second Day Air

Re: Articles of Dissolution for New Dimensions
Family Services, Inc.
Articles of Incorporation for New Dimensions
Family Services, Inc. (refiled as not for profit corporation)

70000243517-0
-02/17/98 01801-019
*****35.00
RECEIVED
FEB 12 AM 11:29
DEPT OF CORPORATIONS

Ladies and Gentlemen:

Enclosed is an original and one (1) copy of signed Articles of Dissolution for New Dimensions Family Services, Inc., a Florida for profit corporation originally incorporated with your office on February 2, 1998. The corporation has not commenced business and the undersigned has served and continues to serve as the sole incorporator of the corporation. Accordingly, the undersigned is authorized to sign the Articles of Dissolution. We have enclosed a check made payable to the "Department of State" in the amount of \$35 to cover the cost of filing and processing the Articles of Dissolution for this corporation.

* * * * *

Corap Volds

FEB 13 1998

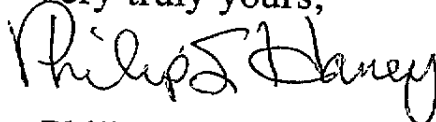
February 11, 1998

Page 2

We also enclose an original and one (1) copy of the Articles of Incorporation of New Dimensions Family Services, Inc., a to-be-formed Florida not for profit corporation. Our clients mistakenly originally incorporated the corporation as a Florida for-profit corporation, and our clients have learned that, for various reasons relating to the corporation's proposed activities, it must be formed as a nonprofit corporation pursuant to the Florida nonprofit corporations Act. Accordingly, we also enclose a check made payable to the "Department of State" in the amount of \$70 to cover the cost of filing and designation of registered agent with respect to the nonprofit corporation filing.

We assume that the sequence of dissolution followed by incorporation, with the undersigned serving as the incorporator of both the dissolved corporation and the new, not for profit corporation, permits the use of the name "New Dimensions Family Services, Inc." for the not for profit corporation. If you have questions about these matters, by all means please notify the undersigned by phone (918.744.1023) at your earliest convenience. We enclose a self-addressed postage prepaid envelope for purposes of enabling you expeditiously to return to us copies of the formal dissolution documentation, and a file-stamped charter and copy of the Articles of Incorporation, enclosed, incorporating New Dimensions Family Services, Inc. as a Florida not for profit corporation. Thank you for your attention to these matters and the courtesies of your office.

Very truly yours,



Philip S. Haney

PHILIP S. HANEY ASSOCIATES

PSH:kss

Enclosures

pc: Shirley Robertson

ARTICLES OF DISSOLUTION

Pursuant to section 6.171401, Florida Statutes, this corporation submits the following Articles of Dissolution:

FIRST:

The name of the corporation is New Dimensions Family Services, Inc.

SECOND:

The articles of incorporation were filed on February 2, 1998.

THIRD:

The corporation has not commenced to conduct its affairs.

FOURTH:

No debts of the corporation remain unpaid.

FIFTH:

Adoption of dissolution

There are no directors - dissolution was authorized by the sole incorporator of the corporation.

Signed this 10th day of February, 1998.

Signature

Philip S. Haney
Philip S. Haney, Sole Incorporator

PHILIP S. HANEY

Typed or printed name

Sole Incorporator

Title

FILED
98 FEB 12 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA