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DISSOLUTION OR WITHDRAWAL

EMERALD HEALTHCARE GROUP, P.A.

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**ARTICLES OF DISSOLUTION PURSUANT TO SECTION 607.1403  
OF THE FLORIDA GENERAL CORPORATION ACT**

Pursuant to the provisions of Section 607.1403 of the Florida General Corporation Act, Emerald Healthcare Group, P.A. (the "Corporation") adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

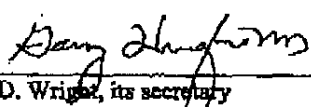
1. The name of the corporation is Emerald Healthcare Group, P.A.
2. Dissolution was authorized by the shareholders on December 29, 2008, by that certain Statement of Intent to Dissolve the Corporation.
3. The number of votes cast by the shareholders for dissolution was sufficient for approval.
4. All debts, obligations and liabilities of the Corporation have been paid or discharge or adequate provision has been made therefor.
5. All remaining property and assets of the Corporation have been distributed among the shareholders in accordance with their respective rights and interests.
6. There are no actions pending against the Corporation in any court.

Dated this the 29 day of December, 2008.

Emerald Healthcare Group, P.A., a Florida  
corporation

  
By: John L. Meade, its president

AND

  
By: Gary D. Wright, its secretary

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