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Joseph E. Burns*

May 24, 1999

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314


Re: Articles of Dissolution

Dear Clerk:

80000288549--0
-05/27/99--01068--013
*****35.00 *****35.00

Enclosed please find the original and one copy of Articles of Dissolution of HMO FACTS, BAY AREA, INC. Also enclosed is this firms check in the amount of \$ 35.00. Please file the Articles dissolving the corporation. Call if you have any questions regarding these documents.

Sincerely,


Joseph E. Burns

FILED
99 MAY 27 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Admitted in Florida and Texas

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JUN 3 1999

**ARTICLES OF DISSOLUTION
OF
HMO FACTS, BAY AREA, INC.**

FILED
99 MAY 27 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

First: The name of the Corporation is HMO FACTS, BAY AREA, INC.

Second: The filing date of the articles of incorporation was November 12, 1998.

Third: None of the corporation's shares have been issued.

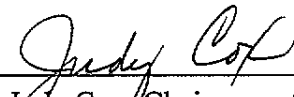
Fourth: No debt of the Corporation remains unpaid.

Fifth: The net assets of the Corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

Sixth: Adoption of Dissolution: A majority of the directors authorized the dissolution.

Signed this 21 day of May, 1999.

Signature


Judy Cox, Chairman of the Board