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December 6, 2000

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-12/08/00--01119--003
*****35.00 *****35.00

RE: Quality Medical Billing & Consulting, Inc.

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Dissolution of Quality Medical Billing & Consulting, Inc. Also enclosed is a filing fee check in the amount of \$35.00.

Please file the Articles of Dissolution and return an acknowledgement to this office that the Articles have been received and filed.

Thank you for your courtesy.

Very truly yours,



Eddie M. Anderson

EMA:mv
Enclosures
cc: Pennie Fickling

FILED
00 DEC -8 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dissolution

T BROWN DEC 12 2000

ARTICLES OF DISSOLUTION
OF
QUALITY MEDICAL BILLING & CONSULTING, INC.

FILED
00 DEC -8 PM 4: 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. These are Articles of Dissolution of QUALITY MEDICAL BILLING & CONSULTING, INC., a Florida corporation.
2. The name and address of its officers are as follows:
Pennie S. Fickling
(President, Vice President, Secretary and Treasurer)
18603 75th Place
McAlpin, Florida 32062
3. The name and address of its sole Director is as follows:
Pennie S. Fickling
18603 75th Place
McAlpin, Florida 32062
4. All liabilities and obligations of the corporation have been paid.
5. All the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.
6. There are no actions pending against the corporation in any court and there are no judgments or decrees against said corporation.
7. A copy of the minutes of the special joint meeting on ~~September~~ ^{December} 5, 2000 of the Stockholders and Directors of said corporation, during which the Stockholders voted to dissolve said corporation, is attached to these Articles of Dissolution.
8. The corporation was dissolved as of ~~September~~ ^{December} 5, 2000.
9. These Articles of Dissolution shall be delivered to the Department of State, accompanied by the payment of all fees.


PENNIE S. FICKLING, President

ACKNOWLEDGMENT

Before me, the undersigned officer, personally appeared this day PENNIE S. FICKLING, known to me to be the President of QUALITY MEDICAL BILLING & CONSULTING, INC., a Florida corporation, who executed the foregoing Articles of Dissolution, and she acknowledged before me that she executed the same.

MINUTES OF SPECIAL JOINT MEETING OF STOCKHOLDERS
AND DIRECTORS OF
QUALITY MEDICAL BILLING & CONSULTING, INC.

A special joint meeting of the Stockholders and Directors of QUALITY MEDICAL BILLING & CONSULTING, INC., was held at the main place of business of the corporation in McAlpin, Florida, at 10:00 a.m. on ~~September~~ ^{December} 5, 2000.

The following person was present at the meeting:

Pennie S. Fickling

representing all of the outstanding shares of stock of the corporation, and also being the sole director of the corporation.

Upon Motion made, seconded and unanimously carried, the following Resolution was adopted:


RESOLVED, that the corporation wind up its business and dissolve itself, effective immediately, and that all officers and directors immediately execute Articles of Dissolution to be filed with the Florida Secretary of State.

There being no further business to come before the meeting, the meeting was adjourned.

DATED the 5th day of ~~September~~ ^{December}, 2000.


PENNIE S. FICKLING, ~~President~~

I, the undersigned, being the sole Stockholder and sole Director of the Corporation, do hereby waive all notice of the foregoing meeting and do hereby ratify, approve, and confirm all that has occurred at said meeting, the minutes of which I have read, and in signification of such approval, ratification, and confirmation, and of my assent to any and all acts at said meeting, do hereby sign my name and affix my seal.


PENNIE S. FICKLING, President