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DISSOLUTION

QUANTUM MEDICAL PARTNERS, INC.

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ARTICLES OF DISSOLUTION OF QUANTUM MEDICAL PARTNERS, INC. a Florida Corporation

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, QUANTUM MEDICAL PARTNERS, INC., a Florida corporation (the "Corporation"), hereby files the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is:

QUANTUM MEDICAL PARTNERS, INC.

- 2. The dissolution was authorized on December 20, 2002.
- 3. The dissolution was approved by the holder of a majority of the outstanding shares of the Common Stock of the Corporation, which is sufficient for dissolution of the Corporation, and by its sole Director by a written consent dated December 20, 2002.
- 4. The effective date of the dissolution shall be December 31, 2002 (the "Effective Date")

In accordance with Section 607.0123(b) of the Florida Business Corporation Act, the dissolution of the Corporation shall be effective upon the close of business on the Effective Date.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Dissolution this 20th day of December, 2002.

QUANTUM MEDICAL PARTNERS, INC.

Paul M. Stanley, President

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EFECTIVE DATE 12-31-02