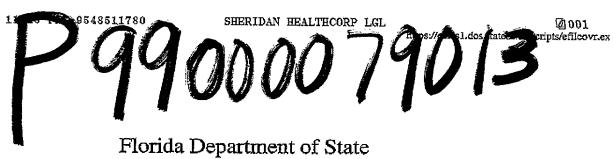
04/25/02 THU 1: Division of Corporations



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Account Name : SHERIDAN HEALTHCORP, INC.

Account Number : I20000000045 Phone : (954)838-2769 Fax Number : (954)851-1780

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DISSOLUTION

MILLENIUM NEONATOLOGY ASSOCIATES, P.A.

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Volum. Dissolved

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ARTICLES OF DISSOLUTION MILLENIUM NEONATOLOGY ASSOCIATES, P.A.

Pursuant to the provisions of Section 607.1403, Florida Statutes, the undersigned corporation adopts the following Articles of Dissolution for the purposes of dissolving the corporation:

- 1. The name of the corporation filing these Articles of Dissolution is Millenium Neonatology Associates, P.A., a Florida professional association (the "Corporation"). The Articles of Incorporation of the Corporation were filed on September 3, 1999 under Document No. P99000079013.
- 2. The Corporation has made adequate provision for the payment and discharge of all liabilities and obligations.
 - 3. There are no actions pending against the Company in any court.
- 4. The Corporation has distributed all its remaining assets and property to its sole shareholder in accordance with its respective rights and interests.
- 5. The Corporation elected to dissolve by written consent of its sole director and its sole shareholder, dated as of April 24, 2002, to be effective upon filing.

CORPORATION:

MILLENIUM NEONATOLOGY ASSOCIATES, P.A., a Florida corporation

By: Sarry D. Chandler, President

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CERTIFICATE

BARRY D. CHANDLER, President and Secretary of MILLENIUM NEONATOLOGY ASSOCIATES, P.A., a Florida professional association (the "Corporation"), does hereby certify that the foregoing Articles of Dissolution of the Corporation were adopted pursuant to a joint written consent to action by the sole director and the sole shareholder of the Corporation, dated as of April 24, 2002 to be effective upon filing with the Secretary of State.

I have executed this Certificate on behalf of the Corporation as of April 24, 2002.

Barty D. Chandler President