

FROM : LornLeitmanPA

FAX NO. :

Dec. 27 2002 10:36AM P1

Division of Corporations

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From: Account Name : LORN LEITMAN, C.P.A.  
Account Number : I19980000088  
Phone : (305) 279-8943  
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DISSOLUTION

DOLPHIN PEDIATRICS, INC.

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$43.75

12/27/02

Volum  
Disc

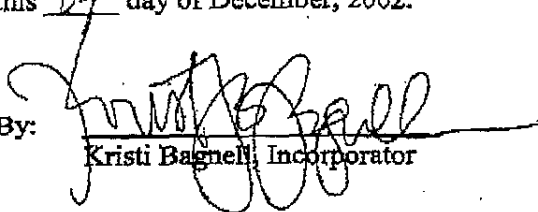
**ARTICLES OF DISSOLUTION  
FOR  
DOLPHIN PEDIATRICS, INC.**

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

- FIRST:** The Name of the Corporation is: Dolphin Pediatrics, Inc.
- SECOND:** The filing date of the Articles of Incorporation was: December 22, 1999.
- 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:**  A majority of incorporators authorized the dissolution.  
 A majority of the directors authorized the dissolution.

Signed this 27 day of December, 2002.

By:

  
Kristi Bagnell, Incorporator

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**MINUTES OF SPECIAL MEETING  
OF THE BOARD OF DIRECTORS  
OF  
DOLPHIN PEDIATRICS, INC.**

The special meeting of the Board of Directors of Dolphin Pediatrics, Inc. was held on December 1, 2002, 9:00 am at 81990 Overseas Highway, Suite 202, Islamorada, Monroe-County, Florida 33036.

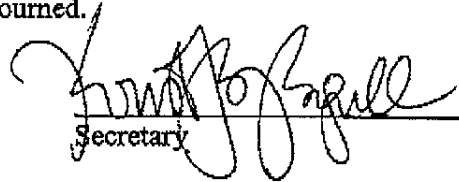
The meeting was called to order the President and was presented to the meeting. After discussion, upon motion duly made, second and carried, it was **RESOLVED**,

**THAT THE BUSINESS  
DOLPHIN PEDIATRICS, INC. BE DISSOLVED AS OF DECEMBER 31, 2002**

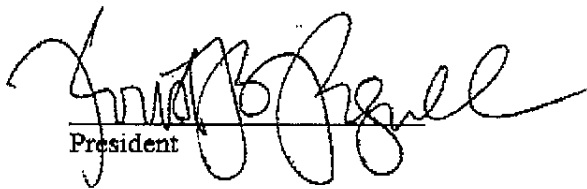
**RESOLVED**, that the President and such other officers as he may designate are hereby authorized, empowered and directed to take any and all action necessary or desirable to

**DOLPHIN PEDIATRICS, INC.'S DISSOLUTION**

There being no further business to come before the meeting, upon motion duly made, seconded and carried, the same was adjourned.

  
 \_\_\_\_\_  
 Secretary

**APPROVED:**

  
 \_\_\_\_\_  
 President