

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1255

506958

RE: The Counseling Group, P.A.

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RECEIVED
 DEC 31 AM 4:24
 DIVISION OF CORPORATION

	C.C. FEE.	DISBURSED
Capital Express		
Art. of I		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement	400002043074-6	
Reg. Agent Service	01/02/97 01012-024	
Document Filing	****\$7.50 ****\$87.50	
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

96 DEC 31 PM 4:26
 SECRETARY OF STATE
 TALLAHASSEE FL 32301

REQUEST TAKEN CONFIRMED APPROVED
 DATE 12/31
 TIME _____ CK No. _____
 BY _____

WALK-IN Will Pick Up 4:00 WZ

FEE.....\$
 DISBURSED.....\$
 SURCHARGE.....\$ 2/5
 TAX on corporate supplies.....\$
 SUBTOTAL.....\$
 PREPAID.....\$
 BALANCE DUE.....\$
 C.C.

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 2, 1997

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: THE COUNSELING GROUP, P.A.
Ref. Number: S06958

We have received your document for THE COUNSELING GROUP, P.A. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporation name must be the same throughout the document, the name in the signature area is that of another corporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 597A00000096

FISHER, TOUSEY, LEAS & BALL

ATTORNEYS AT LAW

1 INDEPENDENT DRIVE, SUITE 2600

JACKSONVILLE, FLORIDA 32202

TELEPHONE (904) 356-2600 • FAX (904) 356-0233

JOHN S. BALL

EVA L. DANER

ROBERT A. DAWKINS

MICHAEL W. FISHER

BEVERLY H. FURTICK

JENNIFER R. JUNKER

JOHN E. LAWLOR, III

MICHAEL R. LEAS

MARY A. ROBISON

CLAY B. TOUSEY, JR.

SUITE 2001

2 SAWGRASS VILLAGE

PONTE VEDRA BEACH, FLORIDA 32082

(904) 285-2601

PLEASE REPLY TO:

JACKSONVILLE OFFICE

January 17, 1997

**Joy Moon-French, Corporate Specialist
Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314**

**Re: Articles of Dissolution - The Counseling Group,
P.A.**

Dear Mrs. Moon-French:

Please find enclosed an original and one copy of the Articles of Dissolution of The Counseling Group, P.A., together with a copy of your correspondence of January 2, 1997. Please file the Articles of Dissolution, effective December 31, 1996, certify the copy of the Articles of Dissolution and return it to me at your earliest convenience.

Please do not hesitate to call, if you have any questions.

Sincerely,



**Deborah F. Sherrill, CLA
Certified Legal Assistant**

Enclosures

ARTICLES OF DISSOLUTION
OF
THE COUNSELING GROUP, P.A.

FILED

96 DEC 31 PM 4:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of dissolving THE COUNSELING GROUP, P.A., a Florida professional service corporation, in accordance with Section 607.1403, Florida Statutes, does hereby make this instrument which shall be the Articles of Dissolution of the corporation to be filed in the offices of the Department of State, and hereby subscribes, acknowledges and certifies the same, as follows:

ARTICLE I

The name of the corporation is THE COUNSELING GROUP, P.A.

ARTICLE II

The corporation elected to dissolve by unanimous written consent of the directors and shareholders dated December 30, 1996.

ARTICLE III

The effective date of the dissolution shall be December 31, 1996.

IN WITNESS WHEREOF, I have made, signed and hereby acknowledge these Articles of Dissolution this 30th day of December, 1996.

THE COUNSELING GROUP, P.A.

By: Barbara D. Bishop
Barbara D. Bishop
President