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GEORGE M. SANTAMARINA, P.A.
LAW OFFICES
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December 18, 1997

800002379438--3 -12/22/97-01102-017 *****87.50 *****87.50

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32314

RE: AESTHOR BOMBINO M.D.P.A. & ASSOC.

Gentlemen:

We hereby enclose Articles of Dissolution and Resolution of above corporation to be filed with your department.

Also, find enclosed a check in the amount of \$87.50 covering filing fees and certified copy of the Articles of Dissolution.

Sincerely,

GEORGE M. SANTAMARINA, P.A.

George M. Santamarina

/ss

Encls.

EFFECTIVE DATE 12-31-97

97 DEC 22 PN 4: 23
SECRETARY OF STATE
FALLAHASSEE, FLORIDA

Vol. Diss,

DID 15

TO: Department of State
Tallahassee, Florida

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following articles of the provisions of the following articles of the column articl undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is: AESTHOR BOMBINO M.D.P.A. & ASSOC.

EFFECTIVE DATE

2. The names and addresses of the officers and directors of the corporation are:

President/Director:

AESTHOR BOMBINO 330 S.W. 27 Avenue, Suite 504 Miami, FL 33135

- 3. The dissolution of the corporation was authorized on December 15, 1997, to be effective on December 31, 1997.
- 4. The dissolution was authorized by all the Directors and all the stockholders of the corporation.
- All debts, obligations and liabilities of the corporation have either been paid or discharged, or provision has been made for the payment of the same.
- 6. No property or assets remain to be distributed among the incorporators of the corporation.
- 7. There are no actions pending against the corporation in any court.
- 8. A copy of the resolution authorizing the dissolution is attached.

Dated this 15th day of December, 1997.

AESTHOR BOMBINO M.D.P.A. & ASSOC.

Bombino

President/Director

STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared AESTHOR BOMBINO, President of AESTHOR BOMBINO M.D.P.A. & ASSOC., a Florida corporation, respectively, who is personally known to me, or who provided — provided — as identification and who executed before me the above Articles of Dissolution this / may of December, 1997.

Notary Public

My Commission expires:

George M. Santamarina
Notary Public, State of Florida
Commission No. CC 548022
OF FLO My Commission Expires 06/06/00
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

RESOLUTION CONSENTING TO THE DISSOLUTION OF CORPORATION

THE UNDERSIGNED, constituting all of the stockholders and directors of AESTHOR BOMBINO M.D.P.A. & ASSOC., a florida corporation (the corporation) hereby resolve, consent and approve the voluntary dissolution of the corporation.

It is further resolved that the appropriate officers of the corporation are directed to cease the business operations of the corporation as of December 31, 1997, except insofar as may be necessary for the winding up thereof; and to take such further action as may be necessary or appropriate to carry out the intent of this resolution, including filing Articles of Dissolution with the Secretary of State of Florida.

In assent of the above, each of the undersigned stockholders has signed his name and dated the signing opposite the number of shares of the corporation held by him/her of record on such date.

Name and Signature of

Date Signed

Number of Shares

Stockholder

Aesthor Bombino

12/15/97

2000

Total Voting Shares

2000

Total Issued and Authorized Shares

2000

Directors

Alesthor Bombino