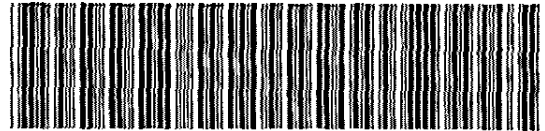


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**ARTICLES OF DISSOLUTION
FOR
AMERI-LIFE AND HEALTH SERVICES OF WINSTON-SALEM,
INC.**

Ameri-Life and Health Services of Winston-Salem, Inc., a Florida corporation, executes the following Articles of Dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

I.

The name of the corporation is Ameri-Life AND Health Services of Winston-Salem, Inc. (the "company")

II.

The shareholders of the company approved the dissolution of the company on December 31, 2003.

III.

The number of votes cast for dissolution by the shareholders was sufficient for approval of that action.

EXECUTED this 16th day of April, 2004.

By: 

Name: Robert Harry Shatanoff

Title: President

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