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Shelby Cnty Judge of Probate, AL
12/06/2010 01:38:01 PM FILED/CERT

This Instrument Prepared By:
Jack B. Levy
Attorney At Law
Balch & Bingham LLP
1901 Sixth Avenue North, Suite 1500
Birmingham, Alabama 35203

**ARTICLES OF DISSOLUTION
OF
PRIMARY CARE ASSOCIATES OF ALABASTER, P.C.**

TO: THE HONORABLE JUDGE OF PROBATE
OF SHELBY COUNTY, ALABAMA

Pursuant to the provisions of Code of Alabama §§ 10-2B-14.01 and 10-2B-14.03, Primary Care Associates of Alabaster, P.C., an Alabama professional corporation (the "Corporation"), hereby adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. **NAME.** The name of the Corporation is:

Primary Care Associates of Alabaster, P.C.

2. **AUTHORIZATION.** The dissolution was authorized on December 2, 2010.

4. **WRITTEN CONSENT OF SOLE DIRECTOR.** The dissolution was approved by the written consent of the Directors of the Corporation pursuant to Code of Alabama § 10-2B-14.02(f), a copy of which is attached hereto as Exhibit A.

5. **EFFECTIVE DATE.** These Articles of Dissolution shall be effective on the date on which the same are filed with the Judge of Probate of Shelby County, Alabama.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed by the Corporation on December 2, 2010.

PRIMARY CARE ASSOCIATES OF ALABASTER,
P.C.

By:


Carol M. Johnson, M.D.
President

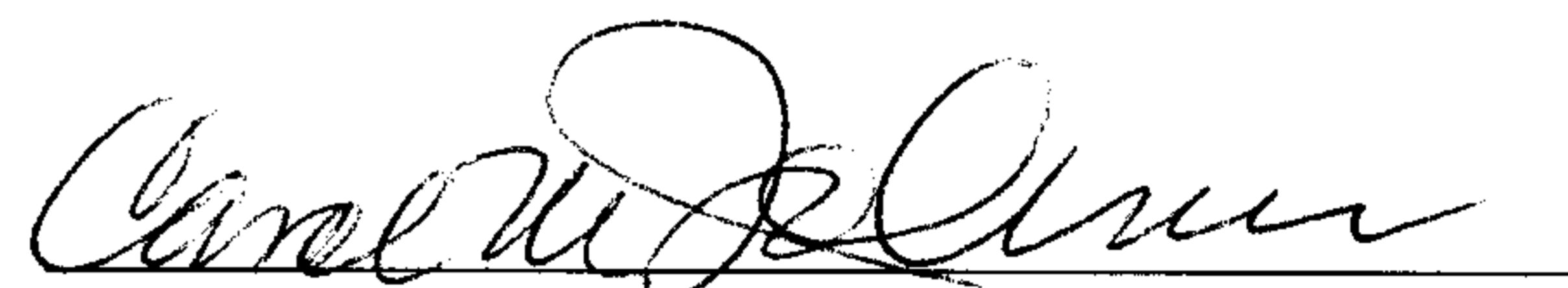


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**WRITTEN CONSENT OF THE BOARD OF DIRECTORS
TO THE DISSOLUTION OF
PRIMARY CARE ASSOCIATES OF ALABASTER, P.C.**

The undersigned, being the members of the Board of Directors of Primary Care Associates of Alabaster, P.C., an Alabama professional corporation (the "Corporation"), hereby consent in writing to the voluntary dissolution of the Corporation pursuant to the provisions of Code of Alabama §§ 10-2B-14.02(f) and hereby authorize the proper authorized persons of the Corporation to execute, in the name and on behalf of the Corporation, such documents and to take any and all other actions, upon such terms and conditions as deemed appropriate, necessary or advisable to dissolve and liquidate the Corporation under the laws of the State of Alabama.

IN WITNESS WHEREOF, the undersigned has executed this Written Consent to Dissolution, as the Directors of the Corporation on this 2nd day of December, 2010.


Carol M. Johnson, M.D.
Director


Donald Wing Kwong, M.D.
Director