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(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

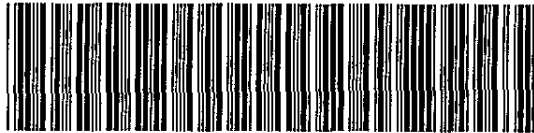
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DIVISION OF CORPORATIONS
04 APR -9 PM 12:20



WILLIAMS MULLEN

Direct Dial: 757.473.5436
wchappell@williamsmullen.com

April 8, 2004

File No. 039887.0001

VIA FEDERAL EXPRESS

Florida Secretary of State
Attn: Foreign LLC Qualification
409 East Gaines Street
Tallahassee, Florida 32399

04 APR - 9 PM 12:20
COMMISSION OF CORPORATIONS
SECRETARY OF STATE
FLORIDA

Re: Application by Foreign Limited Liability Company for Authorization
To Transact Business
Certificate of Designation of Registered Agent/Office

Dear Sir or Madam:

I enclose for filing an original and one copy of an Application by Foreign Limited Liability Company for Authorization to Transact Business and Certificate of Designation of Registered Agent/Office for FCSCD Properties III, LLC.

Please file the Certificate effective April 9, 2004 and return the acknowledgment of filing to my attention as soon as possible.

I enclose our firm's check in the amount of \$125.00 to defray costs of filing.

Should you have any questions regarding this request, please contact me directly at (757) 473-5436. Thank you for your assistance.

Sincerely,

Wendy M. Chappell
Corporate Paralegal

Enclosure

cc: Mr. Christopher M. Sertich (w/encl.)
Lawrence R. Siegel, Esquire (w/o encl.)

#442455 v1 - L - FLSOS - Qual - Prop 3

A Professional Corporation

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. FCSCD Properties III, LLC
(Name of foreign limited liability company)

2. Delaware 3. 20-0931273
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. March 1, 2004 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. April 9, 2004
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 1035 Powers Place
Alpharetta, Georgia 30004
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

FCSCD Direction III, LLC

1035 Powers Place, Alpharetta, Georgia 30004

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

To acquire, own, manage, lease and operate healthcare facilities.

By: FCSCD Holdings, LLC,
a Delaware limited liability company, its Member
By: FCSCD Manager, LLC
a Delaware limited liability company, its Manager

By:  Date: 03/30/04
Christopher M. Sertich, Manager

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

04 APR - 9 PM 12:20
DIVISION OF CORPORATIONS
STATE OF FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

FCSCD Properties III, LLC

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System
(Name)

c/o C T Corporation System, 1200 South Pine Island Road
Florida street address (P.O. Box **NOT** ACCEPTABLE)

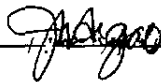
Plantation, FL 33324
(City/State/Zip)

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

C T Corporation System

By: _____



(Signature)

Judith B. Argao

Asst. Secretary & V. President

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

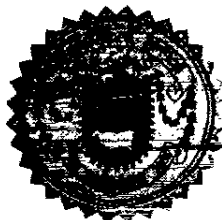
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FCSCD PROPERTIES III, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF APRIL, A.D. 2004.

04 APR -9 PM 12:20
DIVISION OF CORPORATIONS
SECRETARY OF STATE



3771126 8300

040250663

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3037061

DATE: 04-06-04