P94000041969

ACCOUNT NO.   :   072100000032

REFERENCE   :   595831        1299A

AUTHORIZATION   :

COST LIMIT   :   $ PPD

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ORDER DATE :   November 10, 1997

ORDER TIME :    2:32 PM

ORDER NO.   :   595831-005

CUSTOMER NO:        1299A

4000002343844--9
-11/12/97--01001--005
*****87.50  *****87.50

CUSTOMER:   Ms. Lisa Watson
            Clark Partington Hart Larry
            Suite 800
            125 West Romana Street
            Pensacola, FL  32501

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DOMESTIC AMENDMENT FILING

97 NOV 10 PM 4:06
SECRETARY OF STATE
TALLAHASSEE,FLORIDA
FILED

NAME:      THE SURGERY GROUP, P.A.

EFFICTIVE DATE:

XX____  ARTICLES OF AMENDMENT
_____   RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX_____  CERTIFIED COPY
_____  PLAIN STAMPED COPY
_____  CERTIFICATE OF GOOD STANDING

DIVISION OF CORPORATION
97 NOV 10 PM 3:45

CONTACT PERSON:  Deborah Schroder
                        EXAMINER'S INITIALS: _____

# ARTICLES OF AMENDMENT

## OF

## THE SURGERY GROUP, P.A.

1.    The Articles of Incorporation of **THE SURGERY GROUP, P.A.** are hereby amended to change Article IV to read as follows:

### ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of voting common stock, having a par value of One ($1.00) Dollar per share, and One Thousand (1,000) shares of nonvoting common stock, having a par value of One ($1.00) Dollar per share.  None of the shares of the corporation may be issued to anyone other than an individual duly licensed to practice medicine in the State of Florida.  Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1986.

2.    The foregoing amendment is pursuant to a resolution adopted at a special meeting of the stockholders and Board of Directors of the corporation on _Oct 30, 1997_ , 1997.  The shares of all of the voting common stock of the corporation, representing the only voting group required to vote on the

foregoing amendment, voted unanimously for approval of the foregoing amendment.

3. This Amendment is effective the $30^{th}$ day of October , 1997.

**IN WITNESS WHEREOF**, the undersigned president of the corporation has executed these Articles of Amendment on this $30^{th}$ day of October , 1997.


_Robert Rubey MD_
ROBERT RUBEY, M.D.
President