

Division of Corporations

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FLORIDA LIMITED PARTNERSHIP
NORTH PINELLAS SURGERY CENTER, LTD.

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**CERTIFICATE OF LIMITED PARTNERSHIP OF
NORTH PINELLAS SURGERY CENTER, LTD.**

THE UNDERSIGNED, desiring to form a Limited Partnership under the Florida Revised Uniform Limited Partnership Act, hereby certify as follows:

- FIRST:** The name of the Limited Partnership is NORTH PINELLAS SURGERY CENTER, LTD.
- SECOND:** The address of the office of the Partnership where the records will be maintained is 33920 U.S. 19 N., Suite 124, Palm Harbor, FL 34684.
- THIRD:** The name and address of the agent for service of process is ALAN S. GASSMAN, 1245 Court Street, Suite 102, Clearwater, Florida 33756.
- FOURTH:** The names, business address and mailing address of each General Partner are as follows:

Jawahar Taunk, M.D.
2595 Tampa Road
Suite E
Palm Harbor, FL 34684

Anoop Goyal, M.D.
1162 Alt. 19 N.
Holiday, FL 34691

Michael Loebenberg, M.D.
1831 N. Belcher Road, Suite A-3
Clearwater, FL 33765

Manuel Babaian, M.D.
2595 Tampa Road
Suite E
Palm Harbor, FL 34684

Alan S. Gassman, Esquire
1245 Court Street, Suite 102
Clearwater, FL 33756
(813) 442-1200
Florida Bar # 371750
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Alan Klibanoff, M.D.
33920 U.S. 19 North
Suite 124
Palm Harbor, FL 34684

Larry Zeitlin, M.D.
33920 U.S. 19 North
Suite 124
Palm Harbor, FL 34684

Joe Daly, M.D.
33920 U.S. 19 North
Suite 124
Palm Harbor, FL 34684

Michael Peebles, M.D.
33920 U.S. 19 North
Suite 124
Palm Harbor, FL 34684

Richard LaCamera, M.D.
33920 U.S. 19 North
Suite 124
Palm Harbor, FL 34684

FIFTH: The mailing address of the Limited Partnership is 33920 U.S. 19 N., Suite 124, Palm Harbor, FL 34684. The mailing address and the principal place of business address are the same.

SIXTH: The latest date on which the Limited Partnership is to dissolve is July 7, 2029.

WE, the undersigned General Partners, declare under penalties of perjury that we have examined the foregoing and it is true, correct and complete.

DATED this 7th day of July, 1999.



JAWAHAR TAUNK, M.D.
Its: General Partner

Alan S. Gassman, Esquire
1245 Court Street, Suite 102
Clearwater, FL 33756
(813) 442-1200
Florida Bar # 371750
Audit Fax #: H99000016588 8

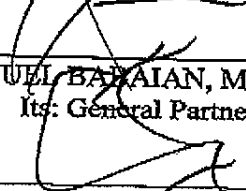
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ANOOP GOYAL, M.D.

Its: General Partner


MICHAEL LOEBENBERG, M.D.

Its: General Partner


MANUEL BARAIAN, M.D.

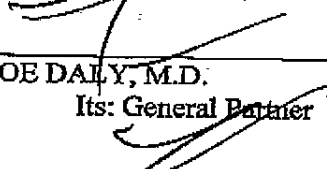
Its: General Partner


ALAN KLIBANOFF, M.D.

Its: General Partner


LARRY ZEITLIN, M.D.

Its: General Partner


JOE DALY, M.D.

Its: General Partner


MICHAEL PEEBLES, M.D.

Its: General Partner


RICHARD LACAMERA, M.D.

Its: General Partner

(Signature of all General Partners required.)

Alan S. Gassman, Esquire
1245 Court Street, Suite 102
Clearwater, FL 33756
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Florida Bar # 371750
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Audit Fax #: H99000016588 8**ACCEPTANCE OF REGISTERED AGENT**

Pursuant to Florida Statute 48.091 and this Certificate of Limited Partnership, the undersigned Registered Agent does hereby accept the duties as Registered Agent and designates as his location for service of process as:

ALAN S. GASSMAN, ESQUIRE
1245 Court Street
Suite 102
Clearwater, Florida 33756

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.


_____(SEAL)
ALAN S. GASSMAN, ESQUIRE

Alan S. Gassman, Esquire
1245 Court Street, Suite 102
Clearwater, FL 33756
(813) 442-1200
Florida Bar # 371750
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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

THE UNDERSIGNED, acting as a General Partner of NORTH PINELLAS SURGERY CENTER, LTD., a Florida Limited Partnership being formed pursuant to Florida Statute § 620.108, does hereby, under penalty of perjury and to the best of the undersigned's knowledge and belief, declare as follows:

The amount of capital contribution of the Limited Partners and the amount anticipated to be contributed by the Limited Partners with respect to the Partnership is \$ 18,000.

FURTHER, Affiant sayeth not.

DATED this 7th day of July, 1999.


ALAN S. GASSMAN

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared ALAN S. GASSMAN, who expressed that he executed the foregoing Affidavit for the purposes therein expressed.

WITNESS my official hand and seal this 7th day of July, 1999.


Notary Public

My Commission Expires:

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sent 7-7-99

Alan S. Gassman, Esquire
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