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#### **CT** CORPORATION

April 1, 2003

Secretary of State, Florida 409 East Gaines Street Tallahassee FL 32399

Re:

Order #: 5808759 SO

Customer Reference 1: 005757-57279

Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Symbion, Inc. (DE) Qualification

Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Katrina Forsman Fulfillment Specialist

Katrina\_Forsman@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

## APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

	1. Symbion, Inc.		-		
	(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or				
	words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of				
	natural person or partnership if not so contained in the name at present.)				
	2. Delaware 3. College 100				
	(State or country under the law of which it is incorporated) (FEI number, if applicable	ole)			
4.	4. 9/12/02 5. Perpetual				
	(Date of incorporation) (Duration: Year corp. will cease to exi	st or "perpetual")			
_	C. Hear qualification				
	(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")				
	(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)	on quantication. )			
	(SEE SECTIONS 007.1301, 007.1302 and 817.133, 1.3.)				
7.	7. 40 Burton Hills Boulevard, Suite 500, Nashville, TN 37215	<u></u>			
	(Principal office address)				
	same as above				
	(Current mailing address)		•		
	(Current matting accress)				
		Fa o			
		8E 8			
8.	8. Healthcare management	O3 AP			
8.	8. Healthcare management  (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida	O3 APF -			
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0,	(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida	acceptable)			
9.	(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida  9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT and Name: CT Corporation System	RECEPTABLE OF STATE O	Service of the servic		
9.	(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida  9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT a	acceptable)	St.		
9.	(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida  9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT and Name: CT Corporation System	RECEPTABLE OF STATE O	The second secon		
9.	(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida  9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT a  Name: C T Corporation System  Office Address: 1200 South Pine Island Road,	RECEPTABLE OF STATE O	Windows State of the Control of the		

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

MARY R. ADAMS
(Registered agent's signature)

MARY R. ADAMS
ASSISTANT SECRETARY

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FL019 - 12/17/02 C T System Online

2. Names and business addresses of officers and/or directors:	
. DIRECTORS	
hairman: please see attached rider	
ddress:	
ice Chairman:	
ddress:	
irector:	
ddress:	
irector:	
ddress:	## W
. OFFICERS	1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -
resident: please see attached rider	· · · · · · · · · · · · · · · · · · ·
ddress:	1: 09 NE 09
	<u>Öri 0</u>
ice President:	
ddress:	
ecretary:	
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IOTE: If necessary, you may attach an addendum to the application listing additional officers ar	nd/or directors.
3. Te rale for	
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the	application)
4. R. Dale Kennedy, Secretary	

(Typed or printed name and capacity of person signing application)

#### SYMBION, INC. Directors and Officers

#### <u>Directors</u>:

Richard E. Francis, Jr. 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

Clifford G. Adlerz 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

William V.B. Webb 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

Frederick L. Bryant 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

Donald W. Burton 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

Eve M. Kurtin 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

Charles N. Martin, Jr. 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

Jack Tyrell 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

David M. Wilds 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

Jeffrey R. Jay, M.D.
40 Burton Hills Blvd., Suite 500
Nashville, TN 37215

Stephen E. Rodgers 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

#### Officers:

Richard E. Francis, Jr., Chairman and CEO 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

Clifford G. Adlerz, *President and COO* 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

William V.B. Webb, *Chief Development Officer* 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

Kenneth C. Mitchell, *CFO and VP of Finance* 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215

R. Dale Kennedy, VP of Management Services and Secretary 40 Burton Hills Blvd., Suite 500 Nashville, TN 37215 SECRETARY OF \$ 1215

PAGE 1

# Delaware

### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SYMBION, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2337181

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DATE: 03-28-03