

F12000002639

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

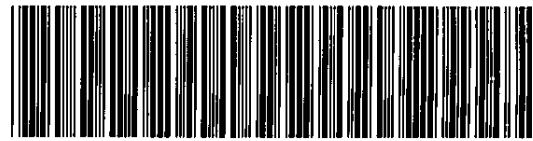
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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FLORIDA FILING & SEARCH SERVICES, INC.

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155 Office Plaza Dr Ste A Tallahassee FL 32301

PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE: 06-25-2012

NAME: AMERICAN PATHOLOGY PARTNERS, INC.

**TYPE OF FILING: APPLICATION BY FOREIGN CORP. TO TRANSACT
BUSINESS IN FLORIDA**

COST: \$70.00

RETURN: PLAIN COPY

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Abbie Hodge

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: American Pathology Partners, Inc.
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Deanna Perry

Name of Person

American Pathology Partners, Inc.

Firm/Company

103 Continental Place, Suite 400

Address

Brentwood, TN 37027

City/State and Zip code

dperry@ap2.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Deanna Perry

at (615) 916-3217

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Enclosed is a check for the following amount:

\$70.00 Filing Fee

\$78.75 Filing Fee &
Certificate of Status

\$78.75 Filing Fee &
Certified Copy

\$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**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. American Pathology Partners, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 26-2010424

(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 19, 2008 5. Perpetual

(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 103 Continental Place, Suite 400, Brentwood, TN 37027
(Principal office address)

103 Continental Place, Suite 400, Brentwood, TN 37027
(Current mailing address)

8. Employ one or more persons to sell services provided by a subsidiary.

(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 NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 515 East Park Avenue

Tallahassee, Florida 32301
(City) (Zip code)

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.

NRAI Services, Inc.

Charles Coyle

(Registered agent's signature)

Charles Coyle - 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.

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12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Director Chairman: Martin S. Rash
Address: 103 Continental Place, Suite 400, Brentwood, TN 37027

Director Vice Chairman: Sami S. Abbasi
Address: 103 Continental Place, Suite 400, Brentwood, TN 37027

Director: Mohamad H. Makhzoumi
Address: 103 Continental Place, Suite 400, Brentwood, TN 37027

Director: Richard K. Whitney
Address: 103 Continental Place, Suite 400, Brentwood, TN 37027

B. OFFICERS

President: Sami S. Abbasi
Address: 103 Continental Place, Suite 400, Brentwood, TN 37027

Executive Vice President: Athanassios Papaioanu
Address: 103 Continental Place, Suite 400, Brentwood, TN 37027

Secretary: Lee C. Dilworth
Address: 103 Continental Place, Suite 400, Brentwood, TN 37027

CFO Treasurer: John I. Starling
Address: 103 Continental Place, Suite 400, Brentwood, TN 37027

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Lee C. Dilworth Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Lee C. Dilworth, Executive Vice President & Secretary
(Typed or printed name and capacity of person signing application)

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAN PATHOLOGY PARTNERS, 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-THIRD DAY OF MAY, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AMERICAN PATHOLOGY PARTNERS, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF FEBRUARY, A.D. 2008.

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

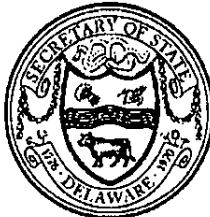
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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SECRETARY OF STATE
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4505850 8300

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You may verify this certificate online
at corp.delaware.gov/authver.shtml



Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9591190

DATE: 05-23-12