

Division of Corporations
F13000001449

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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TALLAHASSEE, FLORIDA

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To: Division of Corporations
Fax Number : (850)617-6381

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
Fax Number : (850)878-5368

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FOREIGN PROFIT/NONPROFIT CORPORATION
U.S. ANESTHESIA PARTNERS HOLDINGS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

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4/2/2013

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: U.S. Anesthesia Partners Holdings, 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:

Brad Wear

Name of Person

U.S. Anesthesia Partners Holdings, Inc.

Firm/Company

500 East Broward Blvd., Suite 1710

Address

Ft. Lauderdale, FL 33394

City/State and Zip code

Brad.Wear@USAP.com

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

For further information concerning this matter, please call:

Brad Wear

at (**615**) **429-7209**

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

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

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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. U.S. Anesthesia Partners Holdings, 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. 46-0882267
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. August 13, 2012 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 17, 2013
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 500 East Broward Blvd., Ste. 1710, Ft. Lauderdale, FL 33394
(Principal office address)

500 East Broward Blvd., Ste. 1710, Ft. Lauderdale, FL 33394
(Current mailing address)

8. Holding Company
(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: CT Corporation System

Office Address: 1200 S. Pine Island Rd

Plantation, Florida 33325
(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.

James M. Halpin (Handwritten signature)

James M. Halpin
Assistant Secretary

(Registered agent's signature)

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:

A. DIRECTORS

Chairman: Please see attached for list of directors

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Please see attached for list of officers

Address: _____

Vice President: _____

Address: _____

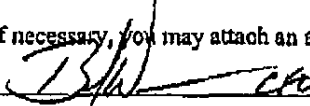
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.  _____

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. BRAD WEAR CFO _____

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

U.S. Anesthesia Partners Holdings, Inc.

Application by Foreign Corporation for Authorization to Transact Business in Florida

12A. DIRECTORS

Brian Regan
c/o U.S. Anesthesia Partners Holdings, Inc.
500 East Broward Blvd., Ste. 1710
Ft. Lauderdale, FL 33394

David Vandewater
c/o U.S. Anesthesia Partners Holdings, Inc.
500 East Broward Blvd., Ste. 1710
Ft. Lauderdale, FL 33394

Scott Mackcsy
c/o U.S. Anesthesia Partners Holdings, Inc.
500 East Broward Blvd., Ste. 1710
Ft. Lauderdale, FL 33394

John Zerwas
c/o U.S. Anesthesia Partners Holdings, Inc.
500 East Broward Blvd., Ste. 1710
Ft. Lauderdale, FL 33394

Kristen Bralberg
c/o U.S. Anesthesia Partners Holdings, Inc.
500 East Broward Blvd., Ste. 1710
Ft. Lauderdale, FL 33394

Ronald Osborn
c/o U.S. Anesthesia Partners Holdings, Inc.
500 East Broward Blvd., Ste. 1710
Ft. Lauderdale, FL 33394

John F. Rizzo
c/o U.S. Anesthesia Partners Holdings, Inc.
500 East Broward Blvd., Ste. 1710
Ft. Lauderdale, FL 33394

Brian Felix
c/o U.S. Anesthesia Partners Holdings, Inc.
500 East Broward Blvd., Ste. 1710
Ft. Lauderdale, FL 33394

12B. OFFICERS

Kristen Bralberg
Chief Executive Officer
500 East Broward Blvd., Ste. 1710
Ft. Lauderdale, FL 33394

John F. Rizzo
President and Chief Development Officer
500 East Broward Blvd., Ste. 1710
Ft. Lauderdale, FL 33394

Brad Wear
Chief Financial Officer
500 East Broward Blvd., Ste. 1710
Ft. Lauderdale, FL 33394

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "U.S. ANESTHESIA PARTNERS HOLDINGS, 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 FIRST DAY OF APRIL, A.D. 2013.

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0326381

DATE: 04-01-13