



THE UNITED STATES  
CORPORATION  
COMPANY

F97000002273

ACCOUNT NO. : 072100000032

REFERENCE : 045651 5021646

AUTHORIZATION : *Patricia Pujut*

COST LIMIT : \$ 35.00

ORDER DATE : November 30, 1998

ORDER TIME : 3:49 PM

ORDER NO. : 045651-145

CUSTOMER NO: 5021646

CUSTOMER: Ms. Sharon H. Crawford  
Phycor, Inc.  
30 Burton Hills Blvd.  
Ste. 400  
Nashville, TN 37215

FILED  
98 DEC -2 PM 4: 17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

500002701115--9

CHANGE OF AGENT

NAME: PHYCOR MANAGEMENT CORPORATION-  
FLORIDA, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY

CONTACT PERSON: Janna Wilson

RECEIVED  
98 DEC -2 PM 4: 14  
DIVISION OF CORPORATION

*Jee 12/3*

Florida Department of State, Sandra B. Mortham, Secretary of State

\*\*\* FILING FEE: \$35.00 \*\*\*

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Tennessee submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: PHYCOR MANAGEMENT CORPORATION-FLORIDA, INC.

2. The mailing address of the corporation is: \_\_\_\_\_

3. Date of incorporation/qualification: April 29, 1997 Document number: F97000002273

4. The name and address of the current registered agent and office:

NRAI SERVICES, INC.

526 EAST PARK AVENUE

TALLAHASSEE, FL 32301

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]  
(Signature of an officer, chairman or vice chairman of the board)

11-19-98  
(Date)

N. CAROLYN FOREHAND, Vice President

(Printed or typed name and title)

(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

Corporation Service Company

[Signature]  
(Signature of Registered Agent)

12/1/98  
(Date)

If signing on behalf of an entity:

KAREN B. ROZAR

(Typed or Printed Name)

Assistant Vice President

(Capacity)