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INC. P.O. Box 3'	7066 (32315-7066)	~ (850) 222-2666 or (8	800) 969-1666 . Fax (850)	222-1666
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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.	MediSphere Health Partners of Florida, 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 a natural person or partnership if not so contained in the name at present.)	
2.	Tennessee State or country under the law of which it is incorporated) 3. Applied for (FEI number, if applicable)	
4	. May 6, 1998 5. Perpetual (Date of Incorporation) [Duration: Year corp. will cease to exist or "perpetual"]	NIQ S
6	(Date of Incorporation) 6-1-98 (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.) 7 3100 West End Avenue, Suite 630	ECRET
	77	ARY OF
	(Current mailing address)	STATE
8	8. Physician practice management (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)	
5	9. Name and street address of Florida registered agent:	
	Name: NRAI Services, Inc.	
	Office Address: 526 E. Park Avenue	
	Tallahassee , Florida , 32301 (Zip Code)	
	10. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this application, I hereby accept the appointment registered agent and agree to act in this capacity. I further agree to comply with the provise of all statutes relative to the proper and complete performance of my duties, and I am fan with and accept the obligations of my position as registered agent.	ions

Charles A. 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.

DIRECTORS

	Chairman: _	William J. Hamburg	
	Address: _	3100 West End Avenue, Suite 630	
	_	Nashville, TN 37203	
	Vice Chairm	an:	
	Address:		
	_		
	Director:		-
	Address:		
			-
	Director:		. 96 NIG
	Address:		SECRET SECRET 98 MAY
В.	OFFICERS		FILE FRY CON
	President:	William J. Hamburg	D STA OF STA PM 2:
	Address:	3100 West End Avenue, Suite 630	5
		Nashville, TN 37203	in in
	Vice Preside	_	
	Address:	3100 West End Avenue, Suite 630	_
	Wale Disease 1	Nashville, TN 37203	
	Vice President and Secretary : _	of Banking Kevin P. Lavender	
	Address:	3100 West End Avenue, Suite 630	
	·-	Nashville, TN 37203	
	Treasurer:	Kevin P. Lavender	Asst. Secretary:
	Address: _	3100 West End Avenue, Suite 630	Wesley A. Brown 3100 West End Avenue,
		Nashville, TN 37203	Suite 630

Nashville, TN 37203 NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

William J. Hamburg, Director / President (Typed or printed name and capacity of person signing application)

Secretary of State Corporations Section James K. Polk Building, Suite 1800 Nashville, Tennessee 37243-0306

ISSUANCE DATE: 05/07/1998 -- REQUEST NUMBER: 98127146 TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 05/06/1998 STATUS: ACTIVE CORPORATE EXPIRATION DATE: PERPETUAL CONTROL NUMBER: 0350417 JURISDICTION: TENNESSEE

HARWELL HOWARD HYNE GABBERT & MANNER 315 DEADERICK STREET SUITE 1800 NASHVILLE, TN 37238

REQUESTED BY: HARWELL HOWARD HYNE GABBERT & MANNER 315 DEADERICK STREET SUITE 1800 NASHVILLE, TN 37238

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT "MEDISPHERE HEALTH PARTNERS OF FLORIDA, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE EXISTENCE OF THE CORPORATION HAVE BEEN PAID;
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FOR: REQUEST FOR CERTIFICATE

HARWELL HOWARD HYNE GABBERT & MANNER BX 2960 315 DEADRICK 1800 1ST AMER CTR NASHVILLE, TN 37238-1800

ON DATE: 05/08/97

RECEIVED:

\$50.00

\$50.00

TOTAL PAYMENT RECEIVED:

\$100.00

RECEIPT NUMBER: 00002307708 ACCOUNT NUMBER: 00000511



FROM:

RILEY C. DARNELL SECRETARY OF STATE