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EFFECTIVE DATE

05/15/03

CLERK OF SUPERIOR COURT  
TALLAHASSEE, FLORIDA

2003 MAY 15 AM 8:13

FILED

J. BRYAN JUN 24 2003

**Harry A. Jones  
Attorney at Law**

Harbor Towne  
11 A. Max Brewer Parkway  
Titusville, Florida 32796

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Titusville, Florida 32782-6447  
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June 13, 2003

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32301

Attn: Joey Bryan

Re: Articles of Organization of  
Physician Assistant Services of Florida, L.L.C.  
Articles/Plan of Merger

FILED  
2003 MAY 15 AM 8:13  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RESPECTIVE DATE

Dear Mr. Bryan:

Per telephone conference with my office, enclosed find an original and one copy of Articles of Merger in connection with the above-captioned Limited Liability Company. Once this has been accepted and filed, please provide me with a copy.

Thank you for your assistance in this matter.

Very truly yours,

*Harry A. Jones*

Harry A. Jones

HAI/re  
Enc.

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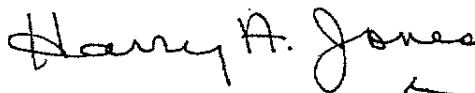
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Harry A. Jones

HAI/re  
Enc.

FILED  
2003 MAY 15 AM 8:14  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with Section(s) 607.1109, 608.4382 and/or 620.203, Florida Statutes:

**FIRST:** The exact name, street address of its principal office, jurisdiction, and entity type for each merging party is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Physician Assistant Services of Brevard, Inc. #P99000101236	Florida	Corporation

**SECOND:** The exact name, street address of its principal office, jurisdiction and entity type surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Physician Assistant Services of Florida, L.L.C.	Florida	Limited Liability Corporation

**THIRD:** The attached Plan of Merger meets the requirements of Section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607.617, 608, and/or 620, Florida Statutes.

**FOURTH:** The attached Plan of Merger was approved by the other business entity that is party to the merger in accordance with the respective laws of all applicable jurisdictions.

**FIFTH:** The surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

**SIXTH:** The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership of the organization or articles of organization of any limited liability company that is a party to the merger.

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2003 MAY 15 AM 8:14  
ALLAHASSEE, FLORIDA

RESPECTIVE DATE  
05/15/03

**SEVENTH:** The merger shall become effective as of: May 15, 2003.

**EIGHTH:** The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

Executed effective the 15th day of May, 2003.

Physician Assistant Services  
of Brevard, Inc.

By: \_\_\_\_\_

C. Hamilton Boone

FILED  
2003 MAY 15 AM 8:14  
JAMES H. BOONE  
TALLAHASSEE, FLORIDA

## PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with Section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with Section(s) 607.1108, 608.438, and/or 620.202, Florida Statutes.

**FIRST:** The exact name and jurisdiction of each merging party are as follows:

Name	Jurisdiction
Physician Assistant Services of Brevard, Inc.	Florida

**SECOND:** The exact name and jurisdiction of the surviving party are as follows:

Name	Jurisdiction
Physician Assistant Services of Florida, L.L.C.	Florida

**THIRD:** The terms and conditions and manner and basis of converting the interests, shares, obligations or other securities of the merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, are as follows:

PHYSICIAN ASSISTANT SERVICES OF BREVARD, INC., shall be merged into PHYSICIAN ASSISTANT SERVICES OF FLORIDA, L.L.C., for the transfer to PHYSICIAN ASSISTANT SERVICES OF FLORIDA, L.L.C., of all the assets and liabilities of PHYSICIAN ASSISTANT SERVICES OF BREVARD, INC., in complete cancellation of all the capital stock of PHYSICIAN ASSISTANT SERVICES OF BREVARD, INC.

**FOURTH:** If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the manager(s) are as follows:

C. Hamilton Boone  
301 East Hibiscus Avenue  
Melbourne, FL 32901

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2003 MAY 15 AM 8:14  
ALLAHSEE, FLORIDA