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### CRAMER, PRICE & de ARMAS, P.A.

ATTORNEYS AT LAW

#### 1411 EDGEWATER DRIVE, SUITE 100 ORLANDO, FLORIDA 32804

CHARLES W. CRAMER\* R. DAVID de ARMAS STEPHEN H. PRICE

WWW.CRAMERPRICE.COM

OF COUNSEL: PHILIP A. THARP 1939-2003

(407) 843-3300

FAX (407) 843-6300

\*ALSO ADMITTED IN GEORGIA

September 17, 2003

Sent via Overnight Mail

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: Lake Monroe Anesthesia Associates, P.L.

To Whom It May Concern:

I am enclosing herewith the following items regarding the filing of the Articles of Organization of the above referenced Limited Liability Company, to wit:

- 1. Original and one copy of Articles of Organization;
- 3. Registered Agent Certificate; and
- A check payable to the Secretary of State in the amount of \$155.00. 4.

Please file these documents on our behalf and remit the Certificate to the undersigned.

Thank you in advance for your cooperation.

CWC/dnm Enclosures

Cc: Lake Monroe Anesthesia Associates, P.L. (w/enc.)

#### ARTICLES OF ORGANIZATION

OF

#### LAKE MONROE ANESTHESIA ASSOCIATES, P.L.

The undersigned members of this Limited Liability Company pursuant to Chapter 621 of the Florida Statutes, hereby forms a Professional Limited Liability Company for profit under the laws of the State of Florida and adopts the following Articles of Organization for such Professional Limited Liability Company:

#### ARTICLE I: NAME

The name of this Limited Liability Company shall be Lake Monroe Anesthesia Associated P.L.

#### ARTICLE II: PRINCIPAL OFFICE

The principal office and mailing address of this Limited Liability Company shall be located at 1411 Edgewater Drive, Orlando, Florida 32804.

#### ARTICLE III: DURATION

The Limited Liability Company's period of duration is perpetual.

## ARTICLE IV: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Limited Liability Company in the State of Florida shall be 1411 Edgewater Drive, Suite 100, Orlando, Florida, 32804. The name of the initial registered agent of this Limited Liability Company at that address is Charles W. Cramer.

#### ARTICLE V: MANAGEMENT

The members or their appointees shall manage this Limited Liability Company.

#### ARTICLE VI: ADDITIONAL MEMBERS

New members of this Limited Liability Company may only be admitted pursuant to the Operating Agreement executed by the members. A member of this Limited Liability Company is prohibited from transferring his/her interest in this Limited Liability Company to any third parties, unless it is pursuant to the said Operating Agreement.

#### ARTICLE VII: LIMITATION ON AGENCY AUTHORITY OF MEMBERS

Pursuant to Section 608.4235 of the Florida Limited Liability Company Act, no member of the Limited Liability Company shall be an agent of the Limited Liability Company solely by virtue of being a member.

#### ARTICLE VIII: NATURE OF THE BUSINESS

The Limited Liability Company shall provide anesthesia services.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of the members and acknowledged them to be my act this 17<sup>th</sup> day of September, 2003.

Charles W. Cramer, Esq.

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OF

#### LAKE MONROE ANESTHESIA ASSOCIATES, P.L.

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P.L.

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Charles W. Cramer, Esq.

#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 908.415 or 608.507, of the Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1. The name of the Limited Liability Company is Lake Monroe Anesthesia Associates, P.L.
- 2. The name and address of the registered agent and office is

Charles W. Cramer, Esq. 1411 Edgewater Drive Suite 100 Orlando, Florida 32804

Having been named as registered agent, and to accept service of process for the above stated Limited Liability Company at the place designated above, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of my position as registered agent.

Charles W. Cramer Registered Agent

Date: September 17, 2003