

L04 000015665

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To:
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Fax Number : (850) 205-0383

From:
Account Name : BUSH ROSS GARDNER WARREN & RUDY, P.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Anesthesia Associates of Tampa Bay, P.L.

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EFFECTIVE DATE
2-26-04

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**ARTICLES OF ORGANIZATION
OF
ANESTHESIA ASSOCIATES OF TAMPA BAY, P.L.**

The undersigned, as a member of the captioned professional limited liability company under the provisions of the Florida Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes (the "Act"), hereby files the following Articles of Organization:

ARTICLE I

Name

The name of this professional limited liability company is Anesthesia Associates of Tampa Bay, P.L. (the "Company").

ARTICLE II

Scope of Professional Activities

The Company may render only those professional services, through the medium of its licensed or otherwise legally authorized individual members, officers or agents or other licensed or legally authorized individuals who are members of professional limited liability companies or shareholders of professional service corporations that are Company members, that may be rendered by individual physicians licensed or legally authorized to practice medicine under Chapter 458 or 459, Florida Statutes, or under any successor law thereto, and undertake such other activities incident to the rendition of its professional services as are authorized by Florida law.

ARTICLE III

Period of Duration

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State and thereafter shall remain in existence until such time as the occurrence of any dissolving event defined in the Company's Operating Agreement.

ARTICLE IV

Address of Principal Office

The Company's mailing address and the street address of its principal office shall be 4178 North Armenia Avenue, Tampa, Florida 33607.

ARTICLE V

Name and Street Address of Initial Registered Agent

The Company's initial registered agent shall be Jeremy P. Ross, whose address is 220 South Franklin Street, Tampa, Florida 33602.

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CLERK OF
H. LAHASSE, FLA.

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ARTICLE VI
Additional Members

Additional members may be admitted to the Company in the manner set forth in the Company's Operating Agreement.

ARTICLE VII
Management of the Company

The Company shall be managed by its members.

ARTICLE VIII
Continuation of the Company

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company (an "Event") shall not cause the Company to be dissolved; provided, that if, following the occurrence of such Event, no member shall remain, then dissolution shall be deemed to occur upon the date of the Event unless, within the succeeding six month period, any personal or other legal representative of such last member agrees in writing that (a) the Company shall be continued without dissolution, and (b) such representative or any nominee or designee thereof shall be admitted to the Company as a member thereof, effective as of the occurrence of the Event. Under that latter circumstance, the Company shall continue in effect and shall not be deemed dissolved.

ARTICLE IX
Operating Agreement

The power to adopt, alter, amend or repeal an Operating Agreement, whose purpose shall be to regulate the Company's affairs, the conduct of its business activities, and to govern the relations between or among multiple members shall be vested in the Company's members.

ARTICLE X
Indemnification

The Company shall have the power, but not the absolute obligation, to indemnify any member, manager, agent or other person having a relationship with the Company, or his, her or its personal representatives, devisees, heirs, successors or assigns, in the manner and to the extent contemplated by §608.4229, Florida Statutes, or any successor thereto, but subject to any limitations imposed by Chapter 621, Florida Statutes, or any successor law thereto.

In witness whereof, each of the undersigned member has executed these Articles of Organization on February 26, 2004.

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ANESTHESIA ASSOCIATES OF TAMPA
BAY, P.L.

By: /s/ John E. Barsa
John E. Barsa, a member

**CERTIFICATE DESIGNATING
REGISTERED AGENT**

Pursuant to the provisions of §§48.091 and 608.415, Florida Statutes, Anesthesia Associates of Tampa Bay, P.L., desiring to organize as a professional limited liability company under the laws of the State of Florida, by action of its members, hereby designates Jeremy P. Ross as its Registered Agent for the purpose of accepting service of process within such State, and designates the business address of its Registered Agent, 220 South Franklin Street, Tampa, Florida 33602, as its Registered Office.

FILED
04 FEB 26 11:10:30
TAMPA
FLORIDA
SECRETARY OF STATE

ANESTHESIA ASSOCIATES OF TAMPA
BAY, P.L.

By: /s/ John E. Barsa
John E. Barsa, a member

ACKNOWLEDGMENT

The undersigned hereby accepts his appointment as Registered Agent of the above named professional limited liability company and agrees to act as such in accordance with the provisions of §§48.091 and 608.415, Florida Statutes. The undersigned is familiar with and accepts the obligations of such position.

/s/ Jeremy P. Ross
Jeremy P. Ross

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