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September 13, 2007

Florida Department of State
Division of Corporations, Corporate Filings
Post Office Box 6327
Tallahassee, Florida 32314

Re: Anesthesia Associates of Tampa Bay, P.L. - Reinstatement of
Active Status and Subsequent Amendment to and Restatement
of Articles of Organization

Ladies and Gentlemen:

On behalf of our client, Anesthesia Associates of Tampa Bay, P.L., currently an administratively dissolved, domestic, professional limited liability company, I am enclosing for your review and further action, as appropriate, the following documents:

1. Limited Liability Company Reinstatement Form. This document has been executed by me, as the entity's registered agent.
2. Our firm check in the amount of \$275, to be applied in payment of the required reinstatement fee (\$250) and the fee applicable to the filing of Articles of Amendment to and Restatement of the entity's Articles of Organization.
3. Executed Articles of Amendment to and Restatement of the Articles of Organization of Anesthesia Associates of Tampa Bay, P.L., the principal purpose of which is to effect a name change to "Associates of Anesthesiology" and a redesignation from a professional limited liability company to a standard LLC.

In connection with that latter filing, you will note from a review of your records that:

1. Associates of Anesthesiology LLC, a Delaware chartered limited liability company ("**Delaware**"), was authorized, as of August 21, 2003, to transact its affairs in the State of Florida as a foreign entity.
2. On August 31, 2005, Delaware was merged with and into Anesthesia Associates of Tampa Bay, P.L., then an active Florida professional limited liability company ("**Anesthesia**"). Under Section 608.4383(1), Florida Statutes, that merger caused a termination of Delaware's separate existence and under the plan of merger adopted by each of the parties Anesthesia, as the surviving entity, succeeded to all rights and interests held by Delaware.

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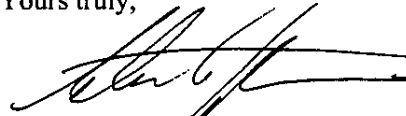
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3. On September 16, 2005, Anesthesia was administratively dissolved by the Division as a consequence of its failure to timely file its annual report.

Given the foregoing circumstances, we believe that the provisions of Sections 608.4431(3) and .4482(4), Florida Statutes, each requiring a deferral in the use of the name formerly associated with a dissolved limited liability company are inapplicable, and that Anesthesia is currently entitled to change its name to that of the entity which was merged into it as of August 31. On that basis, I ask that you cause the enclosed Articles of Amendment and Restatement to be filed.

Should you have any questions concerning this matter, please contact me at your convenience.

Yours truly,



Andrew T. Jenkins

ATJ/bar
Enclosures

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**ARTICLES OF AMENDMENT TO AND RESTATEMENT OF
THE ARTICLES OF ORGANIZATION OF
ANESTHESIA ASSOCIATES OF TAMPA BAY, P.L.**

ANESTHESIA ASSOCIATES OF TAMPA BAY, P.L., a Florida professional limited liability company whose Articles of Organization were originally filed with the Florida Department of State on February 26, 2004 (the "**Company**"), hereby certifies as follows:

1. The Articles of Organization of the Company are hereby amended by eliminating in their entirety Articles II, VI, VII, VIII and X; by substituting, in lieu of the existing Article I, the following:

**"ARTICLE I
Name**

The name of this limited liability company is ASSOCIATES OF ANESTHESIOLOGY, LLC (the "**Company**").

and by redesignating the existing Articles III, IV, V and IX as Articles II, III, IV and V.

2. As so amended, the Company's Articles of Organization are hereby restated in their entirety to read as follows:

**ARTICLE I
Name**

The name of this limited liability company is ASSOCIATES OF ANESTHESIOLOGY, LLC (the "**Company**").

**ARTICLE II
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 III
Address of Principal Office**

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

**ARTICLE IV
Name and Street Address of Initial Registered Agent**

The Company's initial registered agent shall be Andrew T. Jenkins, whose address is 220 South Franklin Street, Tampa, Florida 33602.

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TALLAHASSEE FLORIDA

ARTICLE V
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.

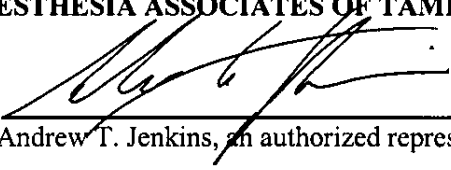
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3. The foregoing amendment and restatement shall become effective as of the close of business on the date these Articles of Amendment to and Restatement of the Articles of Organization are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the limited liability company laws of the State of Florida.

4. The amendment recited in Section 1. above, changing the name of the Company from Anesthesia Associates of Tampa Bay to Associates of Anesthesiology, and changing its designation from that of a professional limited liability company to a limited liability company, has been unanimously approved by all of its members and is being filed in accordance with the provisions of §608.411, *Florida Statutes*.

IN WITNESS WHEREOF, Anesthesia Associates of Tampa Bay, P.L. has caused these Articles of Amendment to and Restatement of its Articles of Organization to be executed in accordance with §*Florida Statutes*, by an authorized representative of a Company member this 12th day of September 2007.

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

By: 
Andrew T. Jenkins, an authorized representative

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