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Division of Corporations

FROM-Akerman Senterfitt

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*E. Sayer*

Florida Department of State  
Division of Corporations  
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DIVISION OF CORPORATION

**LIMITED LIABILITY COMPANY**

**SURGERY PARTNERS HOLDINGS, LLC**

Certificate of Status	1
Certified Copy	1
Page Count	03
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9/22/2005

**ARTICLES OF ORGANIZATION  
OF  
SURGERY PARTNERS HOLDINGS, LLC**

1. Name. The name of this limited liability company is **SURGERY PARTNERS HOLDINGS, LLC**, a Florida limited liability company (the "Company").

2. Duration. The Company shall be effective upon the filing of these Articles and shall thereafter have perpetual existence.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing and street address of the Company's principal office is 4728 North Habana Avenue, Suite 303, Tampa, Florida 33614.

5. Registered Agent and Office. The name of the initial registered agent of the Company is American Information Services, Inc. The street address of the initial registered agent of the Company is 401 East Jackson Street, Suite 1700, Tampa, Florida 33602.

6. Contributions to the Company. No cash or property (other than cash) has been contributed to the Company by its members. No additional contributions have been agreed upon.

7. Additional Members. Additional members to the Company may be admitted, but only upon the consent of the members of the Company at the time admission is sought.

8. Termination of Membership. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless all remaining members agree in writing to continue the business of the Company.

9. Management of the Company. The Company shall be managed by its members.

The undersigned executed these Articles of Organization on the 22<sup>nd</sup> day of September, 2005.

By: Joseph Rugg  
RODOLFO GARI, by his authorized  
representative, Joseph Rugg

SEP-22-05 11:32

FROM-AkermanSenterfitt

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

AMERICAN INFORMATION SERVICES, INC.

By: 

Joseph Rugg, Vice President

Dated: September 22, 2005

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TALLAHASSEE, FLORIDA

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