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REGISTERED AGENT RESIGNATION

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ASSOCIATES IN PRIMARY CARE, P.L.

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STATEMENT OF RESIGNATION OF REGISTERED AGENT

Pursuant to Section 608.416(2), Florida Statutes, the undersigned, F&L Corp., hereby resigns as registered agent of Associates in Primary Care, P.L. A copy of this resignation was mailed to the before mentioned limited liability company at its last known address. The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

Date: February 17, 2003

F&L CORP.

By: Charles V. Hedrick
Charles V. Hedrick, Authorized Signatory

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AFFIDAVIT

STATE OF FLORIDA
COUNTY OF DUVAL

Before me, the undersigned authority, this day personally appeared Charles V. Hedrick, who, after being duly sworn by me, deposes and says:

1. I am the authorized signatory for F&L Corp., registered agent for Associates in Primary Care, P.L., a Florida limited liability company.

2. My address is The Greenleaf Building, 3rd Floor, 200 Laura Street, Jacksonville, FL 32201-0240.

3. Pursuant to Section 607.0502(2), Florida Statutes, I sent notice of my resignation as registered agent of Associates in Primary Care, P.L. ("Company") at the business address of the Company located at 773 Fourth Avenue, North, Suite A, Naples, Florida 33940, with a copy of such notice being sent to the Company's member managers, John R. Diaz, M.D., Phillip M. Francis, M.D., and Dulce M. Villacampa, M.D.

4. On February 17, 2003, I sent notice of my resignation as registered agent to the Department of State, State of Florida, pursuant to Section 607.0502(2), Florida Statutes.

FURTHER AFFIANT SAYETH NOT.

Charles V. Hedrick
Charles V. Hedrick

Sworn to and subscribed before me
this 17th day of February, 2003

Dulce M. Villacampa
Notary Public, State of Florida at Large

My Commission Expires:



03 FEB 17 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
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