

1201 HAYS STREET
TAMPA, FL 33602
800-342-8086
L96000000753



PRESTIGE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 020767 81386A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 16, 1996

ORDER TIME : 9:26 AM

ORDER NO. : 020767

CUSTOMER NO: 81386A

CUSTOMER: Robert E. Aylward, Esq
ROBERT E. AYLWARD, ESQ

Suite 2425
100 North Tampa Street
Tampa, FL 33602

600001901708
-07/23/96--01069--001
****337.50 ****337.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 16 AM 11:57

DOMESTIC FILING

NAME: GYN ONCOLOGY ASSOCIATES,
L.L.C.

EFFECTIVE DATE:

XX LIMITED LIABILITY COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

285.00 F.F.
52.50 C.C.
337.50

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96 JUL 16 AM 1:55
DIVISION OF CORPORATIONS

g 7/16/96

ARTICLES OF ORGANIZATION
OF

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DIVISION OF CORPORATIONS
96 JUL 16 AM 11:57

GYN ONCOLOGY ASSOCIATES, L.L.C.

The undersigned hereby certifies that two or more persons, including the undersigned, have associated together for the purpose of forming a limited liability company under the provisions of the Florida Limited Liability Company Act (the "Act"), and pursuant to the following Articles of Organization.

ARTICLE 1

Name

The name of this limited liability company is:

GYN ONCOLOGY ASSOCIATES, L.L.C.

ARTICLE 2

Principal Office

The mailing address and the street address of the principal office of this limited liability company is: 1324 Lakeland Hills Blvd., Lakeland, Florida 33805.

ARTICLE 3

Duration

This limited liability company shall exist for a period commencing as of the date on which these Articles of Organization are filed with the Florida Secretary of State and terminating on December 31, 2025.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this limited liability company is: 100 N. Tampa Street, Suite 2425, Tampa, Florida 33602; and the name of the initial registered agent of this limited liability company at such address is: Robert E. Aylward.

ARTICLE 5

Right to Admit Additional Members

Existing members have the right to admit new members by the consent of members representing 80 percent of the ownership interests in this limited liability company. Contributions required of new members and the terms of their admission as members are to be determined at the time of admission in accordance with the Regulations of this limited liability company.

ARTICLE 6

Continuation

Upon 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 this limited liability company, the remaining members have the right to continue the business upon unanimous consent of such remaining members.

ARTICLE 7

Management

Management of this limited liability company is reserved to its members and the names and addresses of the initial members are as follows:

Randy V. Heysek, P.A.
P.O. Box 90758
Lakeland, Florida 33804

Anesthesiology and Pain
Management Consultants, L.L.C.
1429 Lakeland Hills Blvd.
Lakeland, Florida 33805

ARTICLE 8

Regulations

The members of this limited liability company have the power to adopt, alter, amend, or repeal Regulations which may contain any provisions for the regulation and management of the affairs of this limited liability company that are not inconsistent with applicable law or these Articles of Organization.

ARTICLE 9

Amendment

These Articles of Organization may be amended by a vote of members representing 80 percent of the ownership interests in this limited liability company.

The undersigned, being one of the initial members of this limited liability company, hereby certifies that the foregoing constitutes the Articles of Organization of GYN Oncology Associates, L.L.C.

Executed by the undersigned on the 5th day of July, 1996.

RANDY V. HEYSEK, P.A.,
a Florida Professional
corporation

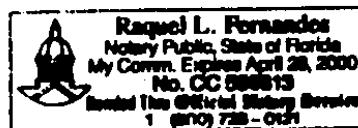
By: [Signature]
RANDY V. HEYSEK, M.D., its
President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged and sworn to before me this 6th day of July, 1996, by Randy V. Heysek, M.D., President of Randy V. Heysek, P.A., a Florida professional corporation. He is personally known to me.

Raquel L. Fernandes
NOTARY PUBLIC

My Commission Expires: 4.28.2000



**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR
FLORIDA LIMITED LIABILITY COMPANY**

The undersigned ("Affiant") hereby certifies as follows:

1. Affiant is the President of Randy V. Heysek, P.A., a Florida professional corporation, which is a member of GYN ONCOLOGY ASSOCIATES, L.L.C., a Florida limited liability company (the "Company"), and has personal knowledge of the facts stated herein.

2. The Company has at least two members.

3. The amount of cash contributed by the members and the amount anticipated to be contributed by the members is \$5,000.00.

Signed this 5th day of July, 1996.

FURTHER, AFFIANT SAYETH NOT.

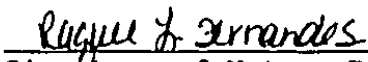
Under the penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.


Randy V. Heysek, M.D.

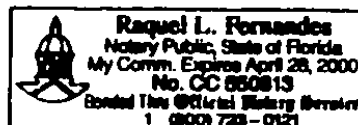
"Affiant"

STATE OF FLORIDA
COUNTY OF Hillsborough

On this 5th day of July, 1996, personally appeared before me, Randy V. Heysek, M.D., who is personally known to me.


Signature of Notary Public

My commission expires: 4-28-2000

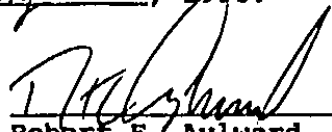


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DIVISION OF CORPORATIONS

ACCEPTANCE OF SERVICE AS REGISTERED AGENT 96 JUL 16 AM 11:57

The undersigned, Robert E. Aylward, having been named as registered agent to accept service of process for the above named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 608.415, Florida Statutes.

Dated this 15 day of July, 1996.



Robert E. Aylward



**THE UNITED STATES
CORPORATION
COMPANY**

L96000000753

ACCOUNT NO. : 072100000032

REFERENCE : 525929 81386A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 11, 1997

ORDER TIME : 10:01 AM

ORDER NO. : 525929-005

CUSTOMER NO: 81386A

CUSTOMER: Robert E. Aylward, Esq
Robert E. Aylward, Esq
Suite 2425
100 North Tampa Street
Tampa, FL 33602

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97 SEP 11 PM 1:32

DOMESTIC FILINGS

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*****87.50 *****87.50

900002293629-1-9
-09/15/97--01150--003
*****17.50 *****17.50

NAME: GYN ONCOLOGY ASSOCIATES, L.L.C.

FILING 52.50
R. AGENT FEE
C. COPY 52.50
TOTAL 105.00
N. BANK
BALANCE DUE
FEE

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

9/11/97
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97 SEP 11 AM 11:47
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**ARTICLES OF DISSOLUTION
OF
GYN ONCOLOGY ASSOCIATES, L.L.C.**

FILED STATE
SECRETARY OF
DIVISION 11
97 SEP 11 PM

The undersigned, constituting all of the members of GYN Oncology Associates, L.L.C., a Florida limited liability company (the "Company"), execute the following Articles of Dissolution pursuant to Section 608.445 of the Florida Limited Liability Company Act (the "Act").

ARTICLE 1

The name of the Company is GYN Oncology Associates, L.L.C.

ARTICLE 2

The effective date of the Company's dissolution shall be upon filing these Articles of Dissolution with the Florida Department of State.

ARTICLE 3

The Company is being dissolved pursuant to the unanimous written agreement of all members.

ARTICLE 4

All debts, obligations, and liabilities of the Company have been paid or discharged.

ARTICLE 5

All the remaining property and assets of the Company have been distributed among its members in accordance with their respective rights and interests.

ARTICLE 6

There are no suits pending against the Company in any court.

IN WITNESS WHEREOF, these Articles of Dissolution have been signed this 29th day of August, 1997, by the undersigned members.

GYN ONCOLOGY ASSOCIATES, L.L.C.

By: **RANDY V. HEYSEK, P.A., a
Florida professional
corporation**

By: 
**Randy V. Heysek, M.D.,
its President**

**ANESTHESIOLOGY AND PAIN
MANAGEMENT CONSULTANTS, L.L.C.**

By: 
Keith B. Vennum, M.D., its
Managing Member

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