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Florida Department of State

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LIMITED LIABILITY COMPANY

BRCH Outpatient Surgery Center, L.L.C.

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
BRCH OUTPATIENT SURGERY CENTER, L.L.C.**

ARTICLE I

NAME

The name of this limited liability company (the "Company") shall be **BRCH
OUTPATIENT SURGERY CENTER, L.L.C.** and its mailing address and principal place of
business is 800 Meadows Road, Boca Raton, Florida 33486.

ARTICLE II

COMMENCEMENT OF COMPANY EXISTENCE

This Company shall commence existence on the date these Articles of Organization are
filed with the Secretary of State of Florida and shall have perpetual existence unless sooner
dissolved according to its Operating Agreement or law.

ARTICLE III

GENERAL PURPOSE; GENERAL POWERS

The general purpose of this Company shall be the owning, management, and operation of
an ambulatory surgery center and any other lawful business necessary or helpful in carrying out
such purposes. This Company shall have all of the powers enumerated in the Florida Limited
Liability Company Act, as the same now exists and as hereafter amended, and all such other
powers as are permitted by applicable law.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial name and address of the registered agent of this Company is Philip M.
Sprinkle II, Esquire, Phillips Point - East Tower, 777 South Flagler Drive, Suite 900, West Palm

Philip M. Sprinkle II, Esquire
Florida Bar No. 0724890
Akerman, Senterfitt & Eidson, P.A.
Phillips Point East Tower
777 South Flagler Drive, Suite 900
West Palm Beach, Florida 33404
Telephone: (561) 659-5990

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Beach, Florida 33401. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Organization

ARTICLE V

MANAGEMENT

The Company shall be managed by a Manager or Managers as set forth in the Operating Agreement adopted by the Company. The name and street address of the initial Manager is: BRCH Corporation, 800 Meadows Road, Boca Raton, Florida 33486, which shall serve as the initial Manager until either removal by the Members or resignation as provided in the Operating Agreement. Except as otherwise stated in the Company's Operating Agreement, the Manager has sole authority to manage the Company and is authorized to make any contracts, enter into any transactions, and make and obtain any commitments on behalf of the Company to conduct or further the Company's business. This provision does not alter or waive any duty that the Manager may have to the Company concerning the Manager's exercise of management authority. Except as authorized by the Manager or as otherwise provided in the Company's Operating Agreement relating to determining compensation arrangements for the Manager, no Member is an agent of the Company or has the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company.

ARTICLE VI

OPERATING AGREEMENT

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members and shall require the approval of the Manager and of Members owning more than fifty percent (50%) of the Membership Units.

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ARTICLE VII

ADMISSION OF NEW MEMBERS

Additional Members may not be admitted except upon compliance with the terms and conditions set forth in the Operating Agreement.

ARTICLE VIII

**DEATH, RETIREMENT, RESIGNATION, BANKRUPTCY,
EXPULSION, DISSOLUTION OF MEMBER**

In the event of the death, retirement, resignation, bankruptcy, expulsion or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the Manager may continue the business of the Company without a vote of the Members so long as there is at least one (1) remaining Member of the Company.

ARTICLE IX

AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, is conferred upon the Members and shall require the approval of the Manager and of Members owning more than fifty percent (50%) of the Membership Units.

ARTICLE X

HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

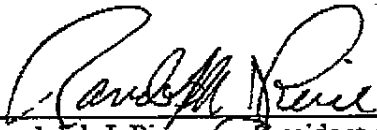
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ARTICLE XI

**RELATIONSHIP OF ARTICLES OF ORGANIZATION
TO OPERATING AGREEMENT**

If a provision of these Articles of Organization differs from a provision of the Company's Operating Agreement, then, to the extent allowed by law, the Operating Agreement will govern.

IN WITNESS WHEREOF, the undersigned authorized representative of the Company does hereby make and files these Articles of Organization declaring and certifying that the facts stated herein are true, this 15th day of October, 1999.



Randolph J. Pierce, as President of
BRCH Corporation, Sole Corporate Member

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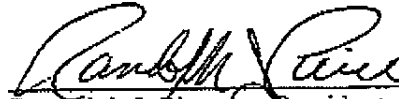
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
THE SERVICE OF PROCESS WITHIN FLORIDA AND
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

BRCH OUTPATIENT SURGERY CENTER, L.L.C. (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, has named and designated **Philip M. Sprinkle II, Esquire**, as its initial registered agent to accept service of process within the State of Florida, with its registered office located at Phillips Point - East Tower, 777 South Flagler Drive, Suite 900, West Palm Beach, Florida 33401.



Randolph J. Pierce as President and Chief
Executive Officer of BRCH Corporation, Secretary
Corporate Member

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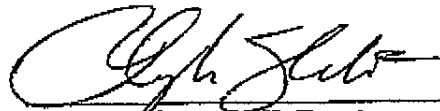
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ACKNOWLEDGMENT

Having been named as the initial registered agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Sections 608.415 and 607.0505, Florida Statutes, as the same may apply to the Company, and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as registered agent.

Dated this 15 day of October, 1999.



Philip M. Sprinkle II, Esquire
Registered Agent