

MAR-25-04

9:55AM

FROM: Appel and Appel, P.A.

F-372

F-108

M04000001138**Florida Department of State**

Division of Corporations

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Account Number : 076043001611
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FOREIGN LIMITED LIABILITY COMPANY**American Surgical Centers II, L.L.C.**

Certificate of Status	1
Certified Copy	1
Page Count	03
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DIVISION OF CORPORATIONS

MAR-25-04 09:35AM FROM-Rappel and Rappel PA

T-372 P.02 F-100

Fax Audit No: H04000062796

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: AMERICAN SURGICAL CENTERS II, L.L.C.

Dear Sir or Madam:

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida", "Certificate of Existence", and electronic filing cover sheet are submitted for the above referenced company to transact business in Florida.

Correspondence Address:

AMERICAN SURGICAL CENTERS II, L.L.C.
1515 Indian River Boulevard, Suite A 210
Vero Beach, Florida 32960-7103

Contact Person:

Craig M. Rappel at 772.778.8885

Street Address:
Registration Section
Division of Corporations
409 W. Gaines Street
Tallahassee, Florida 32399

Mailing Address:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Previously paid \$160.00 by electronic filing, Certificate of Status & Certified Copy.

04 MAR 25 AM 8:43
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Craig M. Rappel, Esq.
1515 Indian River Boulevard, Suite A210
Vero Beach, Florida 32960
772.778.8885/Fax 772.778.8883
Florida Bar No.: 0752428

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY
FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with Section 608.503(1), Florida Statutes, the following is submitted to register a foreign limited liability company to transact business in the State of Florida.

NAME OF FOREIGN LIMITED LIABILITY COMPANY

The name of the foreign limited liability company is:

AMERICAN SURGICAL CENTERS II, L.L.C.

STATE OR COUNTRY

The jurisdiction under the law of which foreign limited liability company is Michigan.

DATE OF INCORPORATION

The foreign limited liability company filed its Articles of Organization in Michigan on March 17, 1999.

TERM OF EXISTENCE

The limited liability company is to exist perpetually.

COMMENCEMENT DATE

The company will first transact business in Florida on April 1, 2004.

PRINCIPAL ADDRESS AND MAILING ADDRESS

The street address for the principal place of business is 1515 Indian River Boulevard, Suite A 210, Vero Beach, Florida 32960-7103, and the current mailing address is 1515 Indian River Boulevard, Suite A 210, Vero Beach, Florida 32960-7103.

MANAGEMENT

The limited liability company is a member-managed company. The name and usual business address of the managing members are as follows:

J. David Poach

27087 Gratiot Avenue, Second Floor
Roseville, Michigan 48066

Joseph L. Poach, Jr.


27087 Gratiot Avenue, Second Floor
Roseville, Michigan 48066

PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which a company may be organized.

IN WITNESS WHEREOF, the Member or authorized representative of a Member in accordance with Section 608.408(3), Florida Statutes, has caused this Application for registration as a foreign limited liability company.

By:


Craig M. Rappel
Authorized Representative in accordance with
Section 608.408 the execution of this Affidavit
constitutes an affirmation under the penalties of
perjury that the facts stated herein are true.

Craig M. Rappel, Esq.
1515 Indian River Boulevard, Suite A210
Vero Beach, Florida 32960
772.778.8885/Fax 772.778.8883
Florida Bar No.: 0752428

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

REGISTERED AGENT

The Registered Agent of the Company is DEC Consultants, Inc., and the address of the Registered Agent is 1515 Indian River Boulevard, Suite A210, Vero Beach, Florida 32960-7103.

REGISTERED AGENT ACCEPTANCE

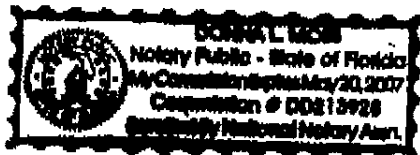
Having been named to accept service of process for the above stated corporation at the place designated in this Application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

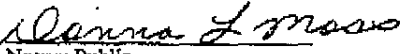
DEC Consultants, Inc.

By: 
Craig M. Rappel, Vice-President

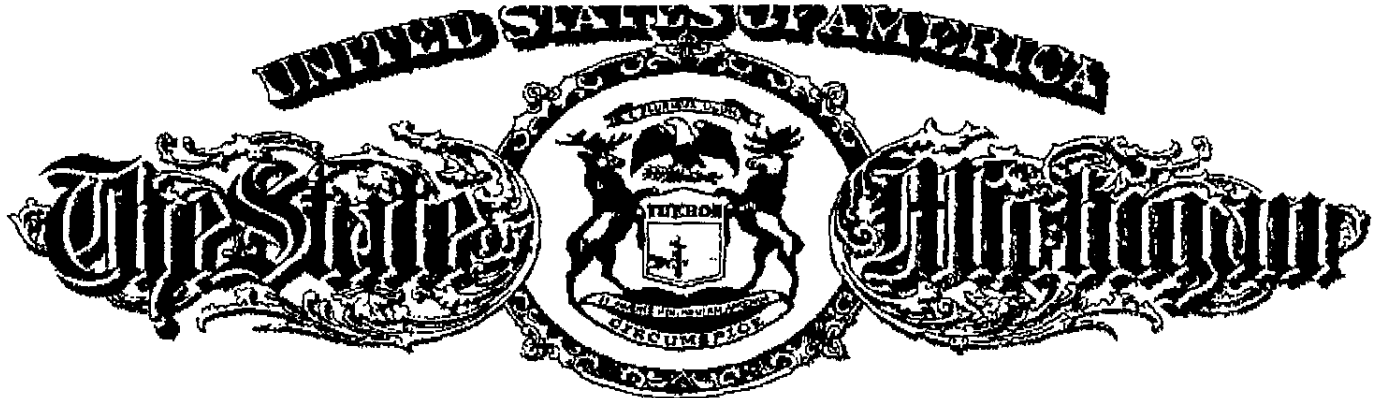
STATE OF FLORIDA)
)
COUNTY OF INDIAN RIVER)

The foregoing instrument was acknowledged before me this 24 day of March, 2004, by Craig M. Rappel, who is personally known to me or produced _____ for identification and who did not take an oath.




Notary Public
Commission Number: DD213928

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SECRETARY OF STATE
DIVISION OF CORPORATIONS



Lansing, Michigan

This is to Certify That

AMERICAN SURGICAL CENTERS II, L.L.C.

was validly organized on March 17, 1999 as a Limited Liability Company. Said Limited Liability Company is validly in existence under the laws of this state and has satisfied its annual filing obligations.

This certificate is issued pursuant to the provisions of 1993 PA 23, as amended, to attest to the fact that the company is in good standing in Michigan as of this date.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand
in the City of Lansing, this 11th day of March, 2004

Bureau of Commercial Services

, Director

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SECRETARY OF STATE
DIVISION OF CORPORATIONS