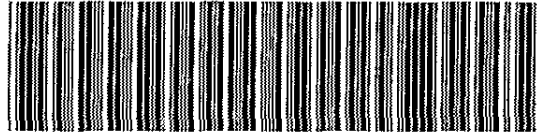


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE FLORIDA

December 19, 2006

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Surgical Manager, LLC
Our File No. 32561.0001

Dear Sir or Madam:

Enclosed for filing on behalf of Surgical Manager, LLC, a Virginia limited liability company, are the following:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Certificate of Designation of Registered Agent/Registered Office;
3. Certificate of Fact issued by the Virginia State Corporation Commission on November 3, 2006; and
4. Our firm's check in the amount of \$125.00 payable to Florida Department of State for the filing fee.

Please call me if you have any questions about the enclosed documents.

Very truly yours,

VANDEVENTER BLACK LLP



Lisa Cabrera
Corporate Paralegal

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TALLAHASSEE FLORIDA

Enclosures

cc: Richard S. Guy, Esquire (w/ enclosures)

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Surgical Manager, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Lisa Cabrera, Corporate Paralegal
(Name of Person)

Vandeventer Black LLP
(Firm/Company)

101 W. Main Street, 500 World Trade Center
(Address)

Norfolk, VA 23510
(City/State and Zip Code)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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For further information concerning this matter, please call:

Lisa Cabrera at (757) 446-8544
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy
- \$160.00 Filing Fee, Certificate of Status & Certified Copy

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Surgical Manager, LLC
(Name of Foreign Limited Liability Company)

2. Virginia 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. December 3, 2002 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 820 Greenbrier Circle, Suite 20
Chesapeake, VA 23320
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here

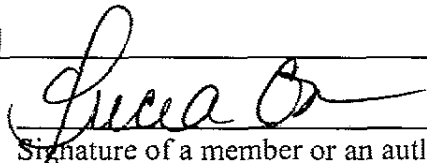
9. The name and usual business addresses of the managing members or managers are as follows:
Tricia G. Mercer, Managing Member
5401 South Crescent Drive
Tampa, FL 33611

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TALLAHASSEE FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Medical billing



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Tricia G. Mercer, Managing Member

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Surgical Manager, LLC

2. The name and the Florida street address of the registered agent and office are:

Tricia G. Mercer

(Name)

5401 South Crescent Drive

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tampa

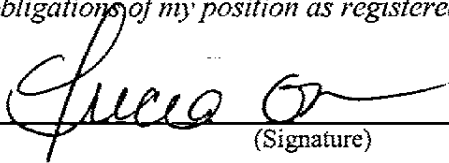
FL 33611

City/State/Zip

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.



(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

A certificate of organization was issued by the Commission to Surgical Manager, LLC, a limited liability company formed under the laws of VIRGINIA, effective as of December 03, 2002.

As of the date below, articles of cancellation have not been filed in this office by Surgical Manager, LLC, a Virginia limited liability company.

Nothing more is hereby certified.

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TALLAHASSEE FLORIDA

*Signed and Sealed at Richmond on this Date:
November 3, 2006*



Joel H. Peck
Joel H. Peck, Clerk of the Commission