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ATTORNEYS AT LAW

December 21, 2012

VIA HAND DELIVERY

Attn: Diane Cushing
Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Atlantic Coast ASC Holding Company, Inc.
Atlantic Coast ASC GP1, Inc.

To Whom It May Concern:

Enclosed are an original and one (1) copy of the Articles of Incorporation for Atlantic Coast ASC Holding Company, Inc. and Atlantic Coast ASC GP1, Inc. for filing.

Also enclosed are two checks in the amount of $78.50 for the filing fees and certified copies.

Please let me know as soon as the documents are available and I will send a runner to pick up the originals.

Sincerely,

Kim O'Neal

Kim O'Neal
Paralegal

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TALLAHASSEE, FLORIDA

Enclosures

FPB:ko

F. Philip Blank, Shareholder
204 South Monroe Street · Tallahassee · FL · 32301
Telephone: 850.681.6710 · Fax: 850.681.6713
www.blanklaw.com · phil@blanklaw.com

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ARTICLES OF INCORPORATION
OF
ATLANTIC COAST ASC HOLDING COMPANY, INC.
A Florida Not-For-Profit Corporation

These Articles of Incorporation of Atlantic Coast ASC Holding Company, Inc., a Florida not for profit corporation (the "**Corporation**"), were duly executed and are being filed in accordance with Section 617.1007 of the Florida Not For Profit Corporation Act.

ARTICLE I
NAME

The name of the Corporation is Atlantic Coast ASC Holding Company, Inc. The Corporation is a Florida not-for-profit corporation organized and operated in compliance with the Florida Not For Profit Corporation Act, Florida Statutes Chapter 617.

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation is 3711 Garfield Street, Hollywood, Florida 33021.

ARTICLE III
PURPOSES AND POWERS

The purposes for which the Corporation is organized are exclusively charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law (the "Code"). The Corporation shall have all powers to engage in any lawful act or activity not for pecuniary profit for which a not-for-profit corporation may be organized, so far as may now or hereafter be permitted by the laws of the United States, the State of Florida or any other state, country, territory or nation, and in particular, without limitation, Chapter 617 of the Florida Statutes. In addition thereto, the Corporation shall have all powers lawfully necessary or required to carry out its purposes and objects. In furtherance of these purposes and powers, the Corporation is organized and shall be operated for the support and benefit of the Member (as defined in Article IV below) and to carry out the charitable purposes of the Member. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a Corporation exempt from Federal Income Tax under section 501(c)(3), of the Code. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its officers, directors, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing and distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE IV
MEMBERSHIP

The Corporation will have one member, (hereinafter the "**Member**"), who shall have the powers set forth in the Bylaws. The sole Member is Florida Community Health Network Corp., a Florida not for profit corporation. The Corporation shall have no other members. As the sole member of the Corporation, the Member shall be entitled to all rights and powers of a member under the laws of the State of Florida, these Articles of Incorporation and the Corporation's Bylaws. Notwithstanding the foregoing, the Member shall retain the reserved powers set forth in the Corporation's Bylaws.

ARTICLE V
DIRECTORS

Except as otherwise provided in these Articles of Incorporation or the Bylaws of the Corporation, the business and affairs of the Corporation shall be managed by a Board of Directors consisting of five (5) individuals. The Directors of the Corporation shall be appointed and elected as provided in the Bylaws of the Corporation.

ARTICLE VI
REGISTERED OFFICE AND AGENT

The name and the Florida street address of the registered agent of the Corporation is F. Philip Blank, Blank & Meenan, P.A., 204 South Monroe Street, Tallahassee, FL 32301.

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator is F. Philip Blank, Blank & Meenan, P.A., 204 South Monroe Street, Tallahassee, FL 32301.

ARTICLE VIII
AMENDMENT

Except as may be otherwise provided in the Corporation's Bylaws, the Corporation's Board of Directors shall recommend any amendments to or repeal of any provisions of these Articles of Incorporation or the Corporation's Bylaws; provided that, no such action to amend or repeal shall authorize the Board to conduct the affairs of the Corporation in any manner or for any purpose contrary to the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law); and provided further that, no amendment to these Articles of Incorporation or the Corporation's Bylaws shall be final unless the same are approved by the Member.

ARTICLE IX
DISSOLUTION

Subject to any approvals described in the Articles of Incorporation or the Bylaws of the Corporation, upon the dissolution, liquidation, and winding up of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all the assets of the Corporation to the Member, which is a Section 501(c)(3) not-for-profit corporation, or if the foregoing organization is no longer in existence or is not willing or eligible to receive such assets on a tax-exempt basis, a governmental agency or not-for-profit corporation which is exempt from taxation as a Section 501(c)(3) corporation for one or more exempt purposes within the meaning of the Code, or shall be distributed to the federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in Broward County, Florida, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

[Continued on the following page]

CERTIFICATE

Pursuant to Section 617.1007 of the Florida Statutes, the undersigned certifies that these Articles of Incorporation of Atlantic Coast ASC Holding Company, Inc. were approved by the sole incorporator on the 21st day of December 2012.

Dated this 21st day of December 2012

Signature

Name: F. Philip Blank

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for Atlantic Coast ASC Holding Company, Inc. at the place designated in the Articles of Incorporation, 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 in Chapter 617, Florida Statutes.

Effective as of the 21st day of December 2012

Registered Agent:

Signature

Name: F. Philip Blank

Date: 12-21-12

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