

# P02000001503

BEVERLY A. MORRIS, P. L.

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June 13, 2002

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

FILED  
02 JUN 17 AM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Winter Haven Cardiovascular Anesthesia Associates, P.A.

Dear Sir or Madam:

Enclosed please find original and one copy of Articles of Amendment to the Articles of Incorporation of Winter Haven Cardiovascular Anesthesia Associates, P.A. and our check made payable to "Florida Department of State" in the amount of \$43.75 representing filing fee (\$35.00), and one certified copy (\$8.75).

If you find these items to be in proper order, I would appreciate your returning the enclosed copy to me as a certified copy as soon as possible after the original is filed.

Yours truly,

*Regina Rickman*

Regina Rickman  
Legal Assistant to  
Beverly A. Morris

500005782815--9  
-06/17/02--01034--004  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

BAM:rjr

Enclosures: Articles of Amendment  
Check \$43.75

cc: Vincent C. Palmire, Jr., M.D.  
Paul G. Robertie, M.D.

*Amend*

*cc  
4*

T BROWN JUN 20 2002

ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF  
WINTER HAVEN CARDIOVASCULAR ANESTHESIA ASSOCIATES, P.A.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1003 and 607.1006 of the Florida General Corporations Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is WINTER HAVEN CARDIOVASCULAR ANESTHESIA ASSOCIATES, P.A.

2. The following amendments of the Articles of Incorporation were adopted by the shareholders of the corporation holding all of the issued and outstanding shares (750) on December 31, 2001, in the manner prescribed by the Florida General Corporation Act:

Article VIII - Corporate Stock

The number of shares of stock that the corporation is authorized to have outstanding is 2,000, all of which, regardless of Class, shall be common shares with par value of \$1.00.

The shares of stock are to be divided into two classes: Class A and Class B. Both classes have voting rights.

Class A. Each holder of Class A stock is entitled to the number of votes equal to 51% of the issued and outstanding shares of both Class A and Class B stock divided by the number of Class A shareholders.

The Board of Directors will determine which class of stock is available for purchase by shareholders. All shares of stock issued and outstanding at the time of adoption of this Amendment will be exchanged by the corporation for an equal number of shares of Class A Stock.

Class B. Each holder of Class B stock will have one vote for each share of Class B. stock.

3. The number of shares of the corporation outstanding at the time of adoption was 750, and the number of shares entitled to vote thereon was 750.

4. The number of shares voted in favor of such amendment was 750, and the number of shares voted against such amendment was 0.

5. The manner in which any exchange, reclassification or cancellation of issued shares provided for in the amendment shall be effected is as follows:

Each share of stock issued and outstanding at the time of adoption of this Amendment shall be exchanged by the corporation for a share of Class A stock.

Dated March 26, 2002.

WINTER HAVEN CARDIOVASCULAR  
ANESTHESIA ASSOCIATES, P.A.

By: 

Paul G. Robertie, M.D. *Director*  
Shareholder - 250 Shares

By: 

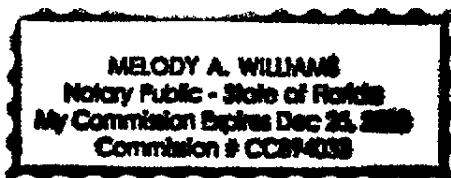
Vincent C. Palmire, Jr., M.D.  
Shareholder - 250 Shares

By: 

Daniel B. Sullivan, D.O.  
Shareholder - 250 Shares

STATE OF FLORIDA  
COUNTY OF MARION

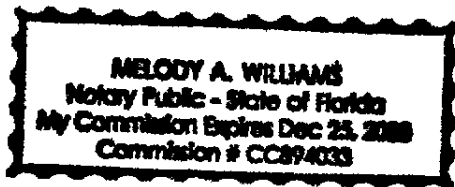
The foregoing instrument was acknowledged before me this 24  
day of March, 2002, by Paul G. Robertie, M.D., who is  
personally known by me or who has produced N/A  
as identification.



Melody A. Williams  
Notary Public  
Typed Name: Melody A. Williams  
Commission Expires: 12-25-2003  
Commission No.: CC894033

STATE OF FLORIDA  
COUNTY OF MARION

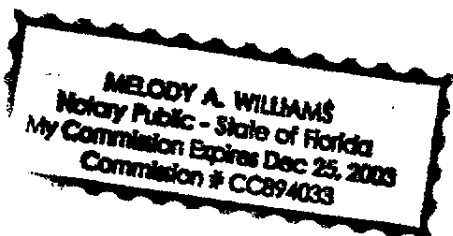
The foregoing instrument was acknowledged before me this 26  
day of March, 2002, by Vincent C. Palmire, Jr., M.D.,  
who is personally known by me or who has produced N/A  
as identification.



Melody A. Williams  
Notary Public  
Typed Name: Melody A. Williams  
Commission Expires: 12-25-2003  
Commission No.: CC894033

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 28  
day of March, 2002, by Daniel B. Sullivan, D.O., who  
is personally known by me or who has produced N/A as  
identification.



Melody A. Williams  
Notary Public  
Typed Name: Melody A. Williams  
Commission Expires: 12-25-2003  
Commission No.: CC894033