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SECRETARY OF STATE.

de la PARTE & GILBERT PROFESSIONAL ASSOCIATION ATTORNEYS AT LAW

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FOUNDER LOUIS A. de la PARTE, JR.

January 28, 2005

- * BOARD CERTIFIED APPELLATE LAWYER
- *BOARD CERTIFIED IN BUSINESS LITIGATION LAW
- † BOARD CERTIFIED CIVIL TRIAL LAWYER
- *BOARD CERTIFIED IN HEALTH LAW

Secretary of State Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399-0250

Re: Articles of Incorporation of Rebecca Stafford, CRNA, P.A.

Dear Sir or Madam:

Enclosed for filing are the original Articles of Incorporation of Rebecca Stafford, CRNA, P.A. along with Check No. 9676 in the amount of \$78.75 as payment for the filing fee and a certified copy of the Articles.

Thank you in advance for your time and cooperation. Please do not hesitate to call me if you have any questions.

Sincerely,

de la PARTE & GILBERT, P.A.

Patricia A. Zagami

PAZ/lcs Enclosures 170508/040138-1

ARTICLES OF INCORPORATION OF REBECCA STAFFORD, CRNA, P.A.

TALLAHASSEE, FLOREDA

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of incorporation under the Professional Service Corporations and Limited Liability Company Act, Chapter 621, Florida Statutes, and other laws of the State of Florida.

ARTICLE I - NAME

The name of this professional service corporation shall be "Rebecca Stafford, CRNA, P.A."

<u>ARTICLE II - TERM OF EXISTENCE</u>

The duration of this professional service corporation shall be perpetual starting on the date these Articles of Incorporation are filed with the Florida Department of State until dissolved according to law.

ARTICLE III - CORPORATE PURPOSES

This professional service corporation is formed to engage in every phase and aspect of the provision of nurse anesthesia services that may be provided by certified registered nurse anesthetists. In addition, this professional service corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investments, and may own real estate and personal property necessary for the rendering of the nurse anesthesia services.

ARTICLE IV - CAPITAL STRUCTURE

The maximum number of shares of stock that this professional service corporation is authorized to issue at any one time is 1,000 shares of common stock having a par value of \$1.00 per share. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to

practice nurse anesthesia.

ARTICLE V - INITIAL REGISTERED AGENT

The initial registered agent of this professional service corporation shall be Rebecca Stafford, CRNA.

The street address of the initial registered agent of this professional service corporation shall be 5208

Quarrystone Lane, Tampa, Florida 33624.

<u>ARTICLE VI - PRINCIPAL OFFICE</u>

The street and mailing address of the initial principal office of this professional service corporation shall be 5208 Quarrystone Lane, Tampa, Florida 33624.

ARTICLE VII -BOARD OF DIRECTORS

The initial Board of Directors for this professional service corporation shall consist of one (1) director. This number may be increased from time to time in accordance with the professional service corporation's bylaws. The name and street address of the initial director of the initial Board of Directors of this professional service corporation is:

Name: Address:

Rebecca Stafford, CRNA 5208 Quarrystone Lane

Tampa, Florida 33624

ARTICLE VIII - VOTING

The method of voting on corporate matters shall be as set forth in the Bylaws.

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator is:

Rebecca Stafford, CRNA 5208 Quarrystone Lane Tampa, Florida 33624

ARTICLE X - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors or the

Shareholders.

IN WITNESS WHEREOF, the incorporator executed these Articles of Incorporation this 25 day of January, 2005.

Rebecca Stafford, CRNA, as INCORPORATOR

Page 3 of 4

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED PROFESSIONAL SERVICE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Registered Agent-Rebecca Stafford, CRNA

1/25/200

Date

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