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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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cf. 2-26

Jonathan Katz
498 S. Lake Destiny Road
Orlando, FL 32810
Phone: (407) 838-3444

February 22, 2008

Via Regular U.S. Mail

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

**Re: Filing of For-Profit Articles of Incorporation for
Anesthesiology Elite Risk Purchasing Group, Inc.**

Dear Department of State:

Please find enclosed an executed copy of the Articles of Incorporation of **Anesthesiology Elite Risk Purchasing Group, Inc.** for filing with the Florida Department of State, Division of Corporations.

Also, please find enclosed a check in the amount of \$96.25 made payable to "Florida Secretary of State" for the filing fee **and two certified copies of the Articles of Incorporation.** **Please send the certified articles and any correspondence to the name and address in the letter head above.**

Thank you for your assistance in this matter.

Sincerely,

Jonathan Katz



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**Articles of Incorporation
of
Anesthesiology Elite Risk Purchasing Group, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is Anesthesiology Elite Risk Purchasing Group, Inc. (the "Corporation").

ARTICLE II

Principal Office

The mailing address and address of the initial principal office of the Corporation is 498 South Lake Destiny Road, Orlando, Florida 32810.

ARTICLE III

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Florida Department of State within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Florida Department of State.

ARTICLE IV

Purpose

The purpose for which the Corporation is formed and shall be is to provide or arrange for the provision of medical professional liability and other insurance for duly licensed health care professionals. This Corporation shall have all the powers conferred upon it by the laws of the State of Florida or of any other State or Country to engage in any business not prohibited by the Florida Corporation Act. It is expressly hereby provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law.

ARTICLE V
Directors

Section 6.1. Number. This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws. The composition of the board of directors and manner of selection of directors shall be as provided in the bylaws.

Section 6.2. Initial Directors. The name and street address of the members of the first board of directors of this Corporation is:

Name

Address

Jonathan Katz

498 South Lake Destiny Road, Orlando, Florida 32810

Section 6.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their service as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of this corporation may also serve the corporation in any other capacity and receive compensation in any form.

Section 6.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VI
Bylaws

The initial bylaws of this Corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE VII
Capital Stock

Section 7.1. Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 10,000 shares having no par value.

Section 7.2. Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

ARTICLE VIII
Incorporator

The name of the Incorporator of the Corporation is Jonathan Katz, and the address of said Incorporator is 498 South Lake Destiny Road, Orlando, Florida 32810.

ARTICLE IX
Initial Registered Office and Agent

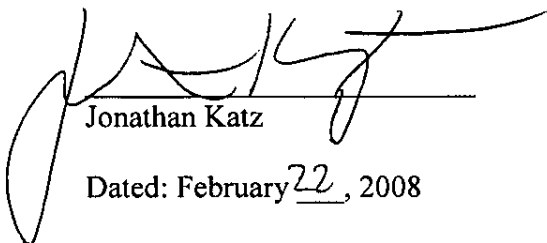
As set forth in the registered agent's written acceptance of his appointment, which shall be delivered to the Florida Department of State together with these Articles of Incorporation, the name and address of the initial registered agent of the Corporation is Jonathan Katz, 498 South Lake Destiny Road, Orlando, Florida 32810.

IN WITNESS WHEREOF, the Incorporator has hereunto fixed his signature this 22nd day of February, 2008.


Jonathan Katz, Incorporator

**ACCEPTANCE OF DESIGNATION AS
REGISTERED AGENT**

The undersigned, Jonathan Katz, hereby accepts appointment as the initial registered agent of Anesthesiology Elite Risk Purchasing Group, Inc., as set forth in the foregoing Articles of Incorporation.


Jonathan Katz
Dated: February 22, 2008

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TALLAHASSEE, FLORIDA