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Florida Department of State  
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**Email Address:** \_\_\_\_\_

**FLORIDA PROFIT/NON PROFIT CORPORATION  
SURGERY PARTNERS ACQUISITION COMPANY, INC.**

Certificate of Status	0
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Page Count	05
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**ARTICLES OF INCORPORATION  
OF  
SURGERY PARTNERS ACQUISITION COMPANY, INC.**

The undersigned, acting as incorporator of a business corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such business corporation.

**ARTICLE I - CORPORATE NAME**

The name of the Corporation shall be:

**SURGERY PARTNERS ACQUISITION COMPANY, INC. (the "Corporation").**

**ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation shall be:

5501 West Gray Street  
Tampa, Florida 33609

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares of capital stock that the Corporation shall have authority to issue is One Thousand (1,000) shares, having a par value of one cent (\$.01) per share, designated as common stock.

**ARTICLE IV - INCORPORATOR**

The name of the incorporator executing these Articles of Incorporation is Michael Doyle, whose address is 5501 West Gray Street, Tampa, Florida 33609.

**ARTICLE V - NATURE OF BUSINESS**

The general nature of the business to be transacted by the Corporation is to conduct any and all lawful activities or business permitted under the laws of the United States of America and the State of Florida (and in particular, without limitation, Chapter 607 of the Florida Statutes, entitled the Florida Business Corporation Act.

**ARTICLE VI - DURATION**

The duration of the Corporation's existence shall be perpetual.

**ARTICLE VII - INDEMNIFICATION**

The Corporation shall indemnify its officers and directors, or any former officers or directors of the Corporation, to the full extent permitted by applicable law.

**ARTICLE VIII - INITIAL REGISTERED AGENT  
AND INITIAL REGISTERED OFFICE**

This Corporation's initial registered agent and registered office in the State of Florida shall be:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

\* \* \*

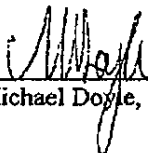
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IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed  
the foregoing Articles of Incorporation as of this 3 day of August, 2011.

  
\_\_\_\_\_  
Michael Doyle, Incorporator

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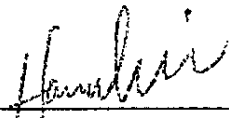
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**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT  
UPON WHOM SERVICE OF PROCESS WITHIN  
THIS STATE MAY BE SERVED**

I hereby accept the appointment as registered agent contained in the foregoing  
Articles of Incorporation and state that I am familiar with and accept the obligations of  
Section 607.0505 of the Florida Business Corporation Act.

CORPORATION SERVICE COMPANY

By:   
Print Name: \_\_\_\_\_  
Print Title: \_\_\_\_\_

Dated: 8/3, 2011

Harry B. Davis  
Asst. Vice President