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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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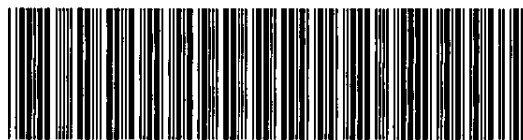
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TALLAHASSEE, FLORIDA

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January 20, 2012

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

Re: Incorporation of ANESTHESIA PARTNERS OF AMERICA, INC.

Dear Sir or Ma'am:

Enclosed please find the original Articles of Incorporation for the above-referenced corporation along with a copy and a check in the amount of \$70.00 for the filing fee.

Please return the confirmation of filing to the undersigned in the envelope enclosed for your convenience.

Thank you for your assistance and if you have any questions or comments, please give me or my assistant, Laura Long, a call.

Sincerely,

OLMSTED & WILSON, P.A.

By:

Michael M. Wilson

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TALLAHASSEE, FLORIDA

MMW/ll

Encls.

cc: Client

**ARTICLES OF INCORPORATION
OF
ANESTHESIA PARTNERS OF AMERICA, INC.**

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ARTICLE I - NAME

The name of this corporation is **ANESTHESIA PARTNERS OF AMERICA, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE DOLLAR (\$1.00) par value common stock, which shall be designated "common shares."

**ARTICLE V - PREFERENCE, LIMITATIONS AND
RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK**

Section 1. **Voting Rights.** Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of outstanding common stock. At each election for directors, every shareholder entitled to vote at such election shall have the right to vote, in person, or by proxy, the number of shares owned by her for as many persons as there are directors to be elected at that time and for whose election she has a right to vote or to accumulate her votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of her shares, or by distributing such votes on the same principal among any number of such candidates.

Section 2. **Pre-emptive Rights.** Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series which she already holds, shall have the right to purchase her pro-rata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI - INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1409 Casey Key Drive, Punta Gorda, FL 33950, and the name of the initial registered agent of this corporation at that address is Linda F. Reed.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Linda F. Reed	1409 Casey Key Drive Punta Gorda, FL 33950
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Shayne Hauglum	1409 Casey Key Drive Punta Gorda, FL 33950
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ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

Linda F. Reed
1409 Casey Key Drive
Punta Gorda, FL 33950

ARTICLE IX - BY-LAWS

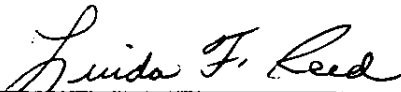
The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders; however, any By-Laws adopted by the shareholders, with specific provision providing that such By-Laws shall not be altered, amended or repealed by the Board of Directors, shall be effective to prevent such By-Laws being amended, altered or repealed by said Board of Directors.

ARTICLE X - AMENDMENTS

This corporation reserves the right from time to time to amend, alter, repeal, or to add any provision to its Articles of Incorporation in any manner now or hereafter prescribed by the provisions of Chapter 607 of Florida Statutes or any amendment thereto or by the provisions of any other applicable statute of the State of Florida; and all rights conferred upon stockholders by these Articles of Incorporation, or any amendment hereto, are granted, subject to this reservation.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated this 19 day of January, 2012.



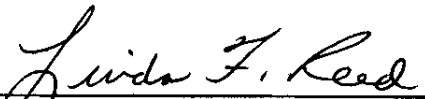
Linda F. Reed, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

Pursuant to Section 607.0501 of the Florida Business Corporation Act, the
following is submitted:

That **ANESTHESIA PARTNERS OF AMERICA, INC.**, desiring to organize under
the laws of the State of Florida with its principal office as indicated in the Articles of
Incorporation at 1409 Casey Key Drive, Punta Gorda, County of Charlotte, State of
Florida, has named Linda F. Reed located at 1409 Casey Key Drive, Punta Gorda,
County of Charlotte, State of Florida, as its agent to accept service of process within this
State.

Dated this 19 day of January, 2012.

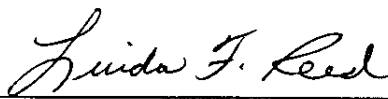


Linda F. Reed

ACKNOWLEDGMENT:

Having been named as registered agent to accept service of process for the above
stated corporation at the place designated in this certificate, I am familiar with and accept
the appointment as registered agent and agree to act in this capacity.

Dated this 19 day of January, 2012.



Linda F. Reed, Registered Agent

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