

P21000104487

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

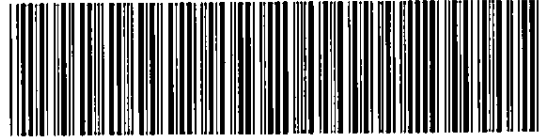
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100441213991

RECEIVED

2025 JAN 27 PM 3:29

FILED

2025 JAN 27 AM 8:41

CLERK OF STATE
TALLAHASSEE, FLORIDA



CSC - Tallahassee
1201 Hays Street
Tallahassee, FL 32301-2607
850-558-1500, Ext: x61563

To: Department Of State, Division Of Corporations
From: Shauna Godbolt
Ext: x61563
Date: 01/27/25
Order #: 1783251-1
Re: USAP Of Florida, Inc.
Processing Method: Routine

TO WHOM IT MAY CONCERN:

Enclosed please find:

Amount to be deducted from our State Account: \$35.0 - FL State Account Number:
120000000195

Please take the following action:

File in your office on basis
Issue Proof of Filing

Special Instructions:

Thank you for your assistance in this matter. If there are any problems or questions with this filing, please call our office.

A handwritten signature in black ink, appearing to read "Shauna Godbolt", is written over the "Enclosed please find:" line.

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: USAP OF FLORIDA, INC.

DOCUMENT NUMBER: P21000104487

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Greg Stevens
Name of Contact Person
U.S. Anesthesia Partners, Inc.
Firm/ Company
12222 Merit Drive, Suite 700
Address
Dallas, Texas 75251
City/ State and Zip Code
contracts@usap.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Paul Adams at (469) 461-9583
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|--|--|---|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 29, 2025

CSC

SUBJECT: USAP OF FLORIDA, INC.
Ref. Number: W25000010984

We have received your document for USAP OF FLORIDA, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please check the appropriate box on the amendment form regarding the adoption of the amendment(s).

If you have any questions concerning the filing of your document, please call (850) 245-6000.

Neysa Culligan
Regulatory Specialist III

Letter Number: 025A00001851

Articles of Amendment
to
Articles of Incorporation
of

USAP OF FLORIDA, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this **Florida Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

USAP Continuum Partners of Florida, Inc.

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co." A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent _____

(Florida street address)

New Registered Office Address: _____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

Check if applicable

☐ The amendment(s) is/are being filed pursuant to s. 607.0120 (11) (c), F.S.

FILED
2025 JAN 27 AM 8:41
TALLAHASSEE, FLORIDA

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change PT John Doe

X Remove V Mike Jones

X Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <u>Change</u>	<u>S</u>	<u>Amy Sanford</u>	<u>12222 Merit Drive, Suite 700</u>
<u>Add</u>			<u>Dallas, Texas 75251</u>
<u>X</u> Remove			
2) <u>Change</u>	<u>S</u>	<u>Greg Stevens</u>	<u>12222 Merit Drive, Suite 700</u>
<u>X</u> Add			<u>Dallas, Texas 75251</u>
<u>Remove</u>			
3) <u>Change</u>	<u>T</u>	<u>Tyler McBee</u>	<u>12222 Merit Drive, Suite 700</u>
<u>Add</u>			<u>Dallas, Texas 75251</u>
<u>X</u> Remove			
4) <u>Change</u>	<u>T</u>	<u>James Grimes</u>	<u>12222 Merit Drive, Suite 700</u>
<u>X</u> Add			<u>Dallas, Texas 75251</u>
<u>Remove</u>			
5) <u>Change</u>	<u>V</u>	<u>Makenzie Layne</u>	<u>12222 Merit Drive, Suite 700</u>
<u>X</u> Add			<u>Dallas, Texas 75251</u>
<u>Remove</u>			
6) <u>Change</u>			
<u>Add</u>			
<u>Remove</u>			

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were adopted by the incorporators, or board of directors without shareholder action and shareholder action was not required.

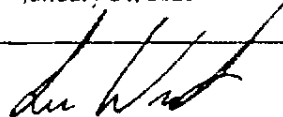
☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____
(voting group)

Dated January 24, 2025 _____

Signature 
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Len Wright

(Typed or printed name of person signing)

President

(Title of person signing)

FILED
2025 JAN 27 AM 8:41
TALLAHASSEE, FLORIDA

**JOINT UNANIMOUS WRITTEN CONSENT ACTION
OF THE SOLE SHAREHOLDER AND
THE BOARD OF DIRECTORS OF USAP OF FLORIDA, INC.**

January 24, 2025

The undersigned, constituting the sole shareholder and all of the members of the Board of Directors (the "Board") of USAP of Florida, Inc., a Florida corporation (the "Corporation"), do hereby consent to, authorize, approve, ratify and confirm the following actions which shall have the same effect, for all purposes, as if such actions had been taken and adopted at a formal meeting.

Officer Appointment

RESOLVED, that Paul Adams has resigned as Secretary of the Corporation; and

FURTHER RESOLVED, that Greg Stevens is hereby elected to hold the office of Secretary until his successor is duly elected and qualified.

Articles of Amendment to Articles of Incorporation:

FURTHER RESOLVED, that the Board and the sole shareholder believe it to be in the best interests of the Corporation to amend the Articles of Incorporation of the Corporation;

FURTHER RESOLVED, that the Amendment to the Articles of Incorporation of the Corporation in the form attached hereto as Exhibit A, is hereby unanimously approved by the Board and the sole shareholder; and

FURTHER RESOLVED, that each authorized officer is hereby authorized and directed to file the Amendment to the Articles of Incorporation with the Florida Secretary of State, and to take all such further steps as they deem necessary or appropriate to effectuate or carry out fully the purpose and intent of the foregoing resolutions.

IN WITNESS WHEREOF, these actions are hereby taken and approved by the undersigned, being the sole shareholder and all the members of the Board of Directors of the Corporation, and are effective as of the date first above written.

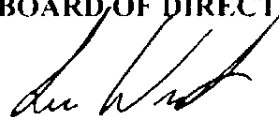
SOLE SHAREHOLDER:

U.S. Anesthesia Partners, Inc.

By: 

Len Wright, President

BOARD OF DIRECTORS:



Len Wright

USAP OF FLORIDA, INC.

**Action by Written Consent of Sole Director
In Lieu of Special Meeting of Sole Director**

December 1, 2023

The undersigned sole director of USAP OF FLORIDA, INC. (the "Company"), does hereby approve and adopt by written consent the following resolutions:

Removal of Officers

RESOLVED: That each of the following persons currently serving as an officer of the Company is hereby removed without cause as an officer of the Company.

Tyler McBee

Election of Officers

RESOLVED: That the following persons shall be, and each of them hereby is, elected as an officer of the Company and shall continue to serve as an officer of the Company, to serve in accordance with the by-laws of the Company until his or her successor shall have been elected and qualified or until his or her earlier resignation or removal:

President: Len Wright

Treasurer: James Grimes

Assistant Treasurer: Makenzie Layne

Secretary: Amy Sanford

[Remainder of Page Left Intentionally Blank; Signature Page Follows]

IN WITNESS WHEREOF, this written consent has been executed by the undersigned as of the date first set forth above, and will be filed with the minutes of meeting of the directors of the Company, and will be treated for all purposes as action taken at a meeting.

By: 

Name: Len Wright

Title: Sole Director