



THE UNITED STATES  
CORPORATION  
COMPANY

P30892

FILED  
99 MAR 31 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 186383 5021646  
AUTHORIZATION : *Patricia P...*  
COST LIMIT : \$ 35.00

ORDER DATE : March 29, 1999

ORDER TIME : 9:56 AM

ORDER NO. : 186383-055

CUSTOMER NO: 5021646

600002825126--6

CUSTOMER: Ms. Sharon H. Crawford  
Phycor, Inc.  
30 Burton Hills Blvd.  
Ste. 400  
Nashville, TN 37215

RECEIVED

99 MAR 31 AM 10:37

DIVISION OF CORPORATION

CHANGE OF AGENT

NAME: PHYCOR OF WINTER HAVEN, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Robert Maxwell

*R.A. Change*  
*3-31-99*  
*CC*

\*\*\* FILING FEE: \$35.00 \*\*\*

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Tennessee submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: PHYCOR OF WINTER HAVEN, INC.

2. The mailing address of the corporation is: 30 Burton Hills Blvd. Ste. 500  
Nashville TN 37215

3. Date of incorporation/qualification: September 12, 1990 Document number: P30892

4. The name and address of the current registered agent and office:

RONALD K. BARE

120, 111 RIVERSIDE AVENUE

JACKSONVILLE, FL 32204

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]  
(Signature of an officer, chairman or vice chairman of the board)

3/29/99  
(Date)

N. CAROLYN FOREHAND, Secretary

(Printed or typed name and title)

(Date)

*Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.*

Corporation Service Company

[Signature]  
(Signature of Registered Agent)

3/31/99  
(Date)

If signing on behalf of an entity:

KAREN B. ROZAR

Assistant Vice President

(Typed or Printed Name)

(Capacity)