

1301 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0393 FAX

800-342-8086



*Handwritten:* 7600005229

ACCOUNT NO. 072100000032

REFERENCE : 807133 81386A

AUTHORIZATION :

*Patricia Pyatt*

COST LIMIT : \$ 122.50

ORDER DATE : January 17, 1996

ORDER TIME : 9:38 AM

ORDER NO. : 807133

700001690407

CUSTOMER NO: 81386A

CUSTOMER: Robert E. Aylward, Esq  
ROBERT E. AYLWARD, ESQ

Suite 2425  
100 North Tampa Street  
Tampa, FL 33602

RECEIVED  
96 JAN 17 AM 10:11  
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: AMERICAN SURGERY CENTERS, INC.

FILED  
96 JAN 17 PM 3:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

XXX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

T. BROWN JAN 17 1996

**ARTICLES OF INCORPORATION  
OF  
AMERICAN SURGERY CENTERS, INC.**

**FILED**  
96 JAN 17 PM 3:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby organizes a corporation for purposes under the provisions of the Florida Business Corporation Act (the "Act"), and pursuant to the following Articles of Incorporation.

**ARTICLE 1**

**Name**

The name of this corporation is:

**AMERICAN SURGERY CENTERS, INC.**

**ARTICLE 2**

**Principal Office**

The principal office and mailing address of this corporation is: 825 North Garland Ave., Suite 201, Orlando, Florida 32801.

**ARTICLE 3**

**Shares**

This corporation is authorized to issue 1 million shares of voting common stock, par value \$.01 per share.

**ARTICLE 4**

**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is: 100 North Tampa Street, Suite 2425, Tampa, Florida 33602; and the name of the initial registered agent of this corporation is: ROBERT E. AYLWARD.

**ARTICLE 5**

**Incorporator**

The name and address of the person signing these Articles of Incorporation are:

<b>NAME</b>	<b>ADDRESS</b>
D. Jeffery Sapp	825 North Garland Ave. Suite 201 Orlando, Florida

**ARTICLE 6**

**Amendment**

The stockholders reserve the right to amend, alter, change, or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on directors and officers herein are granted subject to this reservation.

**ARTICLE 7**

**Indemnification**

This corporation may enter into indemnification agreements and adopt bylaw provisions for the indemnification of any director, officer, employee, or agent of the corporation, or may provide, at the corporation's election, for indemnification of any director, officer, employee, or agent of the corporation without agreement or bylaw provisions to the full extent permitted by law. The corporation, however, shall not be subject to court ordered indemnification pursuant to section 607.0950(9), Florida Statutes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation the 15 day of JANUARY, 1996.

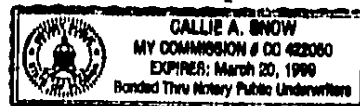
D. Jeffery Sapp  
D. JEFFERY SAPP

STATE OF FLORIDA  
COUNTY OF FLINT-SANDHURST

The foregoing instrument, was acknowledged and sworn to before me this 16 day of JANUARY, 1996, by D. Jeffery Sapp. He is personally known to me.

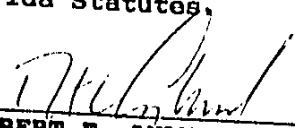
Callie A. Snow  
NOTARY PUBLIC

My Commission Expires:



AMERICAN SURGERY CENTERS, INC.  
ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Robert E. Aylward, having been named as registered agent to accept service of process for the above named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

  
ROBERT E. AYLWARD

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TALLAHASSEE, FLORIDA

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