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GREENFELDER, MANDER, HANSON, MURPHY & DWYER

ATTORNEYS AT LAW

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GLEN E. GREENFELDER
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January 19, 1996

State of Florida
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-01/31/96--01026--010
****122.50 ****122.50

RE: Incorporation of East Pasco Surgical Associates, Inc.

Gentlemen:

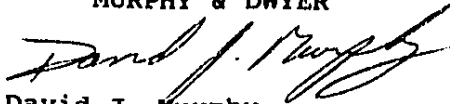
Enclosed is an original and one copy of Articles of Incorporation for the above company. Please file the original and certify and return the copy to me.

Enclosed is my check in the amount of \$122.50 which covers your fees for filing the Articles and the Registered Agent Certificate, and for certifying the copy.

Thank you for your cooperation and assistance with this matter.

Sincerely,

GREENFELDER, MANDER, HANSON,
MURPHY & DWYER


David J. Murphy

DJM/blf
Enclosures

DJM
1-25-96

FILED
96 JAN 22 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
DEPARTMENT OF STATE
JAN 22 PM 3:33
JAN 22 PM 4:15
TALLAHASSEE, FLORIDA
FILED

ARTICLES OF INCORPORATION
OF
EAST PASCO SURGICAL ASSOCIATES, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of this corporation is EAST PASCO SURGICAL ASSOCIATES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of practice of medicine and transacting of any and all other lawful business and the engaging in any activities or business for which corporations may be incorporated under Chapter 607, Florida Statutes as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of One Dollar (\$1.00) par value common stock which shall be designated as "common shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the principal office of the corporation is 37840 Medical Arts Center, Zephyrhills, Florida,
ARTICLES OF INCORPORATION - 1

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DEPARTMENT OF STATE
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33541. The street address of the initial registered office of
this corporation is 14217 Third Street, Dade City, Florida,
33525. The name of the initial registered agent of this
corporation at that address is David J. Murphy.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation initially shall have one (1) director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by amendment of the bylaws of the corporation; however, there shall never be less than one (1) director.

The name and address of the initial Board of Directors of the corporation is:

Lee J. Grossbard
37840 Medical Arts Center
Zephyrhills, Florida 33541

ARTICLE VII - INCORPORATORS

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

Lee J. Grossbard
37840 Medical Arts Center
Zephyrhills, Florida 33541

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any

provision contained in these Articles of Incorporation or any amendment thereto by a majority vote of the shareholders, if shares have been issued; and if not, then by a majority of the directors. Any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation on the 19th day of January, 1996.

Lee J. Grossbard
Lee J. Grossbard

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared LEE J. GROSSBARD, who is personally known to me, and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation under oath.

IN WITNESS WHEREOF I have set my hand and seal in the state and county above this 19th day of January, 1996.

Elizabeth K. Frassrand
Printed name:
Notary Public

Commission:



OFFICIAL SEAL
Elizabeth K. Frassrand
My Commission Expires
Sept. 5, 1996
Comm. No. CC 224684

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

**98 JAN 22 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That EAST PASCO SURGICAL ASSOCIATES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 37840 Medical Arts Center, Zephyrhills, Florida, 33541, has named David J. Murphy, whose address is 14217 Third Street, Dade City, Florida, 33525, as its agent to accept service of process within Florida.

DATED: 01-19-96

SIGNED: Lee J. Grossbard
Lee J. Grossbard

ACCEPTANCE

Having been named to accept service of process for the above-named corporation at the place designated in this certificate, the undersigned hereby agrees to act in this capacity; and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

DATED: 1-19-96

David J. Murphy
David J. Murphy
Registered Agent