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**JAMES F.  
McCOLLUM, P.A.**

**ATTORNEY & COUNSELOR AT LAW**

120 S. COMMERCE AVENUE, SEBRING, FLORIDA 33870-3000

(041) 385-5100 FAX# (041) 471-1111

Internet: 716213505@CompuServe.Com

JAMES F. McCOLLUM

KIMBERLY J. BENNETT  
LEGAL ASSISTANT

February 15, 1996

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: HIGHLANDS ANESTHESIA ASSOCIATES, P.A.

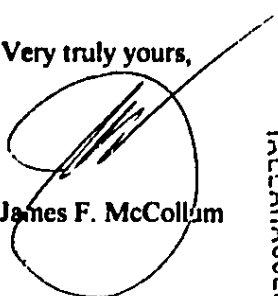
700001718917  
-02/20/96--01055--002  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Enclosed is the signed original and one signed copy of the Articles of Incorporation for the above named corporation. Both have been subscribed and acknowledged before a notary public. I am also enclosing a check in the amount of \$122.50 to cover the filing fee (\$35.00), certified copy fee (\$52.50) and registered agent designation fee (\$35.00). If you find these documents satisfactory, please place your certificate and endorse your approval on the photocopy and return same to me.

Should you have any questions, please do not hesitate to contact this office.

Very truly yours,

  
James F. McCollum

JFM/kjp  
Enclosures

cc: Clients

*Called Kain  
Secretary of James  
Tina  
W.P.A. as  
RIA*

SN FEB 21 1996

TALLAHASSEE, FLORIDA

50 FEB 19 PM 4:19

RECEIVED

**ARTICLES OF INCORPORATION**

**OF**

**HIGHLANDS ANESTHESIA ASSOCIATES, P.A.**

FILED  
95 FEB 19 PM 4:19  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Professional Services Corporation Act, does hereby adopt the following Articles of Incorporation:

**Article 1. Name.** The name of the Corporation is: **HIGHLANDS ANESTHESIA ASSOCIATES, P.A.**

**Article 2. Duration.** The duration of the Corporation is perpetual.

**Article 3. Purpose.** The purpose for which the Corporation is organized for the practice of medicine including anesthesiology. No other purpose limits this general purpose in any way, and to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

**Article 4. Capital Stock.** The aggregate number of shares which the Corporation is authorized to issue is 8,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

**Article 5. Initial Registered Office and Agent.** The principal address as well as the street address of the initial Registered Office of the Corporation is 129 South Commerce Ave., and the name of its initial Registered Agent at that address is James F. McCollum, P.A.. <sup>Sebring FL 33870</sup>

**Article 6. Initial Board of Directors.** The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

**NAME OF DIRECTOR**

**ADDRESS**

Ernesto Donaire, M.D.

2005 Decatur Street  
Sebring, FL 33870

Eladio Lao, M.D.

107 Medical Center  
Sebring, FL 33870

Brian Arnold, M.D.

Post Office Box 4156  
Sebring, FL 33871

**Article 7. Incorporators.** The name and address of each Incorporator is as follows:

**NAME OF INCORPORATOR**

**ADDRESS**

Ernesto Donaire, M.D.

2005 Decatur Street  
Sebring, FL 33870

Eladio Lao, M.D.

107 Medical Center  
Sebring, FL 33870

Brian Arnold, M.D.

Post Office Box 4156  
Sebring, FL 33871

**Article 8. Amendment.** The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

**Article 9. Acceptance By Registered Agent.** I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

*Ernesto Donaire M.D.*

Ernesto Donaire, M.D., Incorporator

*Eladio Lao, M.D.*

Eladio Lao, M.D., Incorporator

*Brian J. Arnold*

Brian Arnold, M.D., Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of **HIGHLANDS ANESTHESIA ASSOCIATES, P.A.** which is contained in the foregoing Articles of Incorporation.

Dated this 15<sup>th</sup> day of February, 1996.

*[Signature]*  
James E. McCollum, Registered Agent

P.A.

FILED  
CLERK OF COURT  
JAN 19 1996  
SEBRING, FLORIDA

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**JAMES F. McCOLLUM, P.A.**

**ATTORNEY & COUNSELOR AT LAW**

120 S. COMMERCE AVENUE, SEBRING, FLORIDA 33870-3098

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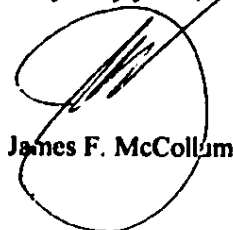
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*Secretary of James*  
*W.P.A.*  
*R.A.*

SN FEB 21 1996

TALLAHASSEE, FLORIDA

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Dated this 15<sup>th</sup> day of February, 1996.

*James F. McCollum*  
James F. McCollum, Registered Agent

P.A.

FILED IN SEBRING, FLORIDA

FEB 19 1996