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Division of Corporations

Fax Number : (850) 205-0380

Account Name : GLENN RASMUSSEN & FOGARTY,

Account Number : I19990000156 Phone : (813)229-3333

Fax Number : (813)229-5946

BASIC AMENDMENT

FLORIDA GULF-TO-BAY ANESTHESIOLOGY ASSOCIATES, P.A.

Certificate of Status	0
Certified Copy	1
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FLORIDA GULF-TO-BAY ANESTHESIOLOGY ASSOCIATES, P.A.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

Florida Gulf-To-Bay Ancethesiology Associates, P.A., a Florida professional corporation, adopts these Articles of Amendment to its Articles of Incorporation:

FIRST: Clause (x) of Article III of the professional corporation's Articles of Incorporation is amended entirely to read as follows:

> The waiver or exercise by the professional corporation of any option or other right to acquire any outstanding common stock (Class A or Class B), except that the shares of the shareholder whose shares are being purchased will be excluded in determining whether the holders of a majority of the outstanding shares of Class B Stock have voted affirmatively.

All the other provisions of Article III remain in full force and effect.

SECOND: The foregoing amendment to the Articles of Incorporation of the professional corporation was adopted and approved on the date when these Articles of Amendment were executed, by unanimous written consent of all the directors and a majority of the shareholders of the professional corporation, and the number of votes east for the amendments by the shareholders was sufficient for approval.

THIRD: The foregoing amendments will be effective when these Articles of Amendment are accepted for filing by the Secretary of State of Florida.

EXECUTED: November 20, 2002

FLORIDA GULF-TO-BAY Anesthesiology Associates, P.A.

President

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing Articles of Amendment to the Articles of Incorporation of Florida To-Bay Anesthesiology Associates, P.A. were acknowledged before me on National 2002: by Devanand Mangar, M.D., President of Florida Gulf-To-Bay Anesthesiology Associates, 8003

Robert C. Remussen 100 S. Ashley Drive, Suite 1300 Tempa, FL 33602 (813) 229-3333

Florida Bar No. 194143

DEEPA L.JONES MY COMMISSION # DD 109210 EXPIRES: April 15, 2006 Bowlet Thru Notacy Public Underwittens

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P.A., a Florida professional service corporation, on behalf of the professional service corporation. He is personally known to me [or] I produced a Florida driver's license as identification.

Notary Public, State of

Notarial Stamp: