BRONSTEIN, CARLSON, GLEIM & SMITH.

Joel D. Bronstein Board Certified in Tax Law Susan W. Carlson Board Certified in Tax Law Holger D. Gleim Board Certified in Wills, Trusts & Estates Thomas B. Smith Board Certified in Health Law

Suite 1100 150 Second Avenue North St. Petersburg, Florida 33701

(813) 898-6688 Fax (813) 898-8811

Jeffrey J. Kallan

Refer to File No.

Writer's Direct Dial No.

981008

727-898-6691

July 17, 1998

Registered Agent/Address Section Bureau of Corporate Records Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32314

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-07/20/98--01092--016

*****35.00 *****35.00

Cardiac Surgical Associates IPA, Inc.

Gentlemen:

Enclosed please find the original and duplicate copy of a Change of Registered Office and Agent for the above-referenced corporation, along with our check in the amount of \$35.00 representing the filing fee.

Please acknowledge filing of this document by stamping the duplicate copy and returning same to me.

If you have any questions in connection with the documents, or need further information, please contact me by telephone rather than returning the document.

Very truly yours,

Paralegal to

Joel D. Bronstein

ST/klm

Encs.

cc: Lisa Kimbro (w/o enc.)

129580

CHANGE OF REGISTERED OFFICE AND AGENT

of

CARDIAC SURGICAL ASSOCIATES IPA, INC.

TO: SECRETARY OF STATE OF FLORIDA

- 1. The name of the Corporation is Cardiac Surgical Associates
- 2. The current registered office is located at 150 Second Avenue (No Suite 1100, St. Petersburg, Florida 33701.
- 3. The registered office will be changed to 455 Pinellas Street, Suite 320, Clearwater, FL 33756.

THIS IS THE CORRECT BUSINESS ADDRESS OF THE CORPORATION, PLEASE CHANGE YOUR RECORDS ACCORDINGLY.

- 4. The current registered agent is Joel D. Bronstein.
- 5. The successor registered agent will be Thomas E. Deal.
- 6. The street address of the Corporation's registered office and the business office of its registered agent, as changed above, will be identical.
- 7. All changes made above have been authorized by resolutions duly adopted by the Corporation's Board of Directors.
- 8. All changes made above have been made by an officer of the Corporation authorized to do so by the Board of Directors.

DATED: 4/23/98

CARDIAC SURGICAL ASSOCIATES, IPA,

INC.

By:

James A. Quintessenza

President

ACKNOWLEDGMENT

I hereby accept to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.

Thomas E. Deal, Registered Agent

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