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CORPORATION(S) NAME

Twilight	Anesthesia	, INC.
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() NonProfit () Foreign	() Amendment () Dissolution	() Mark
() Limited Partnership () Reinstatement	() Annual Report () Reservation	() Other () Change of Registered Agent
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Acknowledgment		

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W.P. Verifier

ARTICLES OF INCORPORATION

OF

SECRETARY OF 2:43

TWILIGHT ANESTHESIA, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida General Corporation Act.

ARTICLE I

The name of this corporation shall be:

TWILIGHT ANESTHESIA, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose for which this corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this corporation shall consist of 5000 shares of Common Stock, par value \$1.00 per Share.

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ARTICLE VI

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 2813 OCEANVIEW COURT, FERNANDINA BEACH, FL. 32034. The initial registered agent of this Corporation at this address shall be Eric A. Howe.

The street address of the Principal office of this Corporation is: 2813 OCEANVIEW COURT, FERNANDINA BEACH, FL. 32034.

ARTICLE VII

NUMBER OF DIRECTORS

This corporation shall have not less than one (1) Director(s).

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The name and street address of the initial members of the Board of Directors are:

> Eric A. Howe 2813 OCEANVIEW COURT FERNANDINA BEACH, FL. 32034

ARTICLE IX

INCORPORATOR

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

> Eric A. Howe 2813 OCEANVIEW COURT FERNANDINA BEACH, FL.

32034

In witness whereof, I have hereunto subscribed my hand and seal this /3mday of JANUARY, 1998.

The UNDERSIGNED, named as the registered agent in ARTICLE VI of these Articles of Incorporation hereby consents to act as such registered agent.

REGISTERED AGENT

STATE OF FLORIDA

SS:

COUNTY OF BROWARD

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Eric A. Howe, to me known to be the person described as the incorporator and registered agent in, and who executed the foregoing Articles of Incorporation for the purposes therein set forth.

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NOTARY PUBLIC

My commission expires: May 24, 2002

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said act:

First-That TWILIGHT ANESTHESIA, INC., desiring to be organized under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Fernandina Beach, County of AMSAM, State of Florida, has named Eric A. Howe, located at 2813 Oceanview Court, Fernandina Beach, Fl. 32034, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping said office open.

ERIC A. HOWE

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