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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

200 SOUTH ORANGE AVENUE • SUNTRUST CENTER, SUITE 2300 • P.O. BOX 112 • ORLANDO, FLORIDA 32802-0112 (407) 649-4000
FAX (407) 841-0168
WRITER'S DIRECT DIAL NUMBER (407)

March 30, 1999

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

Re: Clermont Professional Center, Inc.
Advanced Ambulatory Surgery Center, Inc.

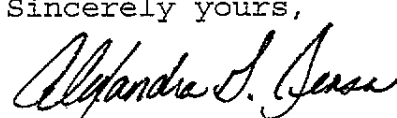
Dear Sir/Madam:

Enclosed please find two Statements of Change of Registered Office Or Registered Agent, Or Both from Clermont Professional Center, Inc. and Advanced Ambulatory Surgery Center, Inc., requesting registered agent name change from A.G.C. Co. to David L. Allyn, M.D., and registered office address change from 200 S. Orange Avenue, Suite 2300 to 349 N. U.S. Highway 27, Clermont, Florida 34711. We have enclosed our check in the amount of \$70.00 for your fee.

We would appreciate it if you would effectuate these changes as soon as possible.

Thank you for your assistance.

Sincerely yours,



Alexandra G. Jensen
Corporate Paralegal

Enclosures

LA Charge
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH

TO THE SECRETARY OF STATE OF THE STATE OF FLORIDA:

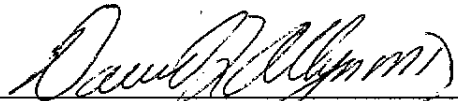
Pursuant to the provisions of Sections 607.0501 and 607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

- FIRST: The name of the corporation is **ADVANCED AMBULATORY SURGERY CENTER, INC..**
- SECOND: The address of its present registered office is: 200 South Orange Avenue, Suite 2300, Orlando, Florida 32801.
- THIRD: The address to which its registered office is to be changed is: 349 N. U.S. Highway 27, Clermont, Florida 34711.
- FOURTH: The name of its present registered agent is: A.G.C. Co.
- FIFTH: The name of its successor registered agent is: David L. Allyn, M.D.
- SIXTH: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
- SEVENTH: Such change was authorized by resolution duly adopted by its Board of Directors.

DATED this 17th day of February, 1999.

ADVANCED AMBULATORY SURGERY
CENTER, INC., a Florida corporation

By:



As its:

President.

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Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative to keeping open said office, and further states it is familiar with Section 607.0501, Florida Statutes.

DATED this 17th day of February, 1999.

By: David L. Allyn, M.D.
David L. Allyn, M.D.