



*the Anesthesiology Specialists of*

**FPIC**

Insurance Group, Inc.

ANESTHESIOLOGISTS' PROFESSIONAL ASSURANCE COMPANY  
1320 South Dixie Highway, Suite 1060, Coral Gables, FL 33146  
(305) 666-3002 / Toll-Free 1-800-458-7629 / Fax (305) 666-7738 / www.apac-apam.com

S 69537

December 12, 2000

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

600003504106--4  
-12/18/00--01102--005  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

**RE: Articles of Amendment for  
Anesthesiologists Professional Assurance Company**

Dear Sir or Madam,

Enclosed please find original copies of an Unanimous Consent by Sole Shareholder and Articles of Amendment to the Articles of Incorporation of Anesthesiologists' Professional Assurance Company simply reflecting a change in address of the above referenced corporation. Also enclosed is a check in the amount of \$43.75, which amount will cover the \$35 filing fee for the Amendment and \$8.75 for a certified copy of same. Please file the documents and return a certified copy to me so that I may forward a copy to the Department of Insurance.

Should you have any questions, please do not hesitate to call.

Very Truly Yours,

  
Elizabeth M. Moya  
General Counsel

**FILED**  
01 JAN -4 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ac 1-5-01  
Amend



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 26, 2000

ANESTHESIOLOGISTS' PROFESSIONAL ASSURANCE COMPANY  
ATTN: ELIZABETH MOYA  
1320 SOUTH DIXIE HWY., STE 1060  
CORAL GABLES, FL 33146

SUBJECT: ANESTHESIOLOGISTS PROFESSIONAL ASSURANCE COMPANY  
Ref. Number: S69537

We have received your document for ANESTHESIOLOGISTS PROFESSIONAL ASSURANCE COMPANY and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The suite numbers on the amendment and on the shareholder consent conflict. Please make corrections on your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Anna Chesnut  
Corporate Specialist

Letter Number: 300A00064344

RECEIVED  
01 JAN - 4 AM 9:48  
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
ANESTHESIOLOGISTS PROFESSIONAL ASSURANCE COMPANY

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The Articles of Incorporation of ANESTHESIOLOGISTS PROFESSIONAL ASSURANCE COMPANY, a Florida Corporation ("The Corporation"), which were originally filed with the Florida Insurance Commissioner and Treasurer on July 2, 1991 and with the Florida Secretary of State on July 23, 1991 ("the Articles"), and which were thereafter amended by the filing of the Articles of Amendment to the Articles of Incorporation of Anesthesiologists Professional Assurance Company with the Florida Secretary of State on June 30, 1998 ("the First Amendment to the Articles"), be and hereby are amended in the following manner:

1. Article I is hereby deleted in its entirety from the Articles and the First Amendment to the Articles and the following is hereby inserted in its place:


ARTICLE I

"The name of the corporation shall be: ANESTHESIOLOGISTS PROFESSIONAL ASSURANCE COMPANY. The principal place of business of this corporation shall be 1320 South Dixie Highway, Suite 1060, Coral Gables, Florida 33146."

2. By Action By Written Consent in Lieu of Meeting dated December 1, 2000, the sole shareholder of the Corporation duly approved these Articles of Amendment. Pursuant to Fla. Stat. §607.1003(6), no action by the directors of the Corporation to approve these Articles of Amendment is required as the Corporation has fewer than 35 shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation this 6th day of December, 2000.

ANESTHESIOLOGISTS PROFESSIONAL  
ASSURANCE COMPANY

  
Frank Moya, M.D.,  
President and Chairman of the Board of Directors

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 JAN -4 PM 12:30

FILED


UNANIMOUS WRITTEN CONSENT OF  
SOLE SHAREHOLDER  
OF  
ANESTHESIOLOGISTS PROFESSIONAL ASSURANCE COMPANY

The undersigned, being the sole shareholder of Anesthesiologists Professional Assurance Company, a Florida Corporation, hereby takes the following action by this written consent in lieu of a meeting pursuant to the authority granted in Florida Statute Section 607.0704 of the Florida Business Corporation Act and hereby adopts and approves the following:

That effective as of the filing of the Articles of Amendment with the Florida Insurance Commissioner and the Florida Secretary of State, the principal address of the Company shall be changed to 1320 South Dixie Highway, Suite ~~1330~~<sup>1060</sup>, Coral Gables, Florida 33146.

IN WITNESS WHEREOF, the undersigned has executed this consent effective as of the 5<sup>th</sup> of December, 2000.

FPIC INSURANCE GROUP, INC.,  
a Florida Corporation

  
\_\_\_\_\_  
John Byers, Esq.  
Chief Executive Officer