

Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : K91240488
CONTROL NUMBER : K840579
EFFECTIVE DATE : 04/29/1999
REFERENCE : 0033
PRINT DATE : 06/03/1999
FORM NUMBER : 146

JAN R. EZELL
ALSTON & BIRD LLP
1201 W. PEACHTREE ST., N.W.
ATLANTA GA 30309-3429

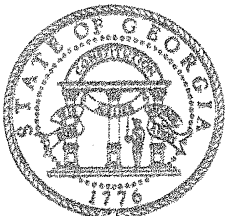
CERTIFICATE OF AMENDMENT

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the certificate of limited partnership of

**MOUNTAIN EMPIRE SURGERY CENTER, L.P.
A DOMESTIC LIMITED PARTNERSHIP**

has been amended by the filing of a certificate of amendment in the office of the Secretary of State and by the paying of fees as required by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said certificate of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



A handwritten signature in cursive script, appearing to read "Cathy Cox".

CATHY COX
SECRETARY OF STATE



K 9/240188
K 848579

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF LIMITED PARTNERSHIP
OF
MOUNTAIN EMPIRE SURGERY CENTER, L.P.**

Pursuant to the provisions of Section 14-9-202 of the Georgia Revised Uniform Limited Partnership Act, the undersigned general partner of Mountain Empire Surgery Center, L.P. (the "Limited Partnership") desires to amend the Certificate of Limited Partnership of the Limited Partnership as follows:

1.

The name of the Limited Partnership is Mountain Empire Surgery Center, L.P.

2.

The Certificate of Limited Partnership was filed with the Secretary of State of Georgia on November 5, 1998.

3.

Paragraph III of the Certificate of Limited Partnership is hereby deleted in its entirety, and the following new Paragraph III is substituted in its place:

III.

The name and business address of each general partner are as follows:

OrthoLink ASC Corporation
103 Powell Court, Suite 350
Brentwood, Tennessee 37027

Blue Ridge Medical Management Corporation
400 North State of Franklin Road
Johnson City, Tennessee 37604

IN WITNESS WHEREOF, the general partner has executed this certificate this 28th day of April, 1999.

ORTHOLINK ASC CORPORATION

By: 

Name: DALE L. STEGALL
Title: SECRETARY

SECRETARY OF STATE

MAY 27 3 53 PM '99

Apr 29 11 33 AM '99

SECRETARY OF STATE



Cathy Cox
Secretary of State

CORPORATIONS DIVISION
315 West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530

DEFICIENT DOCUMENT FILING NOTICE

JAN R. EZELL
ALSTON & BIRD LLP
1201 W. PEACHTREE ST., N.W.
ATLANTA GA 30309-3429

DOCKET NUMBER : K91240488
CONTROL NUMBER : K840579
FILING DATE : 04/29/1999
EXAMINER : D BALLARD
TELEPHONE NUMBER: 404-656-2821
FEE RECEIVED : \$20.00
PRINT DATE : 05/04/1999
FORM NUMBER : 702

ATTENTION: CORRECTIONS ARE TO BE MADE BY APPLICANT. RETURN THIS FORM WITH CORRECTED DOCUMENTS.

RE: MOUNTAIN EMPIRE SURGERY CENTER, L.P.
CERTIFICATE OF AMENDMENT

The limited partnership has failed to file annual registrations. The enclosed annual registration for must be completed and returned.

IF DOCUMENTS ARE CORRECTED AND RETURNED WITHIN THIRTY (30) DAYS OF THE DATE OF THIS NOTICE, THEY WILL BE DEEMED FILED AS OF THE DATE RECEIVED. DEFICIENT FILINGS ARE DEEMED ABANDONED IF STILL PENDING AFTER SIXTY (60) DAYS FROM INITIAL RECEIPT. A NEW FILING (INCLUDING NEW FILING FEES) WILL BE REQUIRED. ALL FEES ARE NON-REFUNDABLE.

ALSTON & BIRD LLP

One Atlantic Center
1201 West Peachtree Street
Atlanta, Georgia 30309-3424

404-881-7000
Fax: 404-881-7777
www.alston.com

Jan R. Ezell
Corporate Paralegal

Direct Dial: 404-881-7442
E-mail: jezell@alston.com

April 29, 1999

BY HAND DELIVERY

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr Drive
Atlanta, Georgia 30334-1530

Ladies and Gentlemen:

Enclosed for filing is a Certificate of Amendment of Certificate of Limited Partnership of Mountain Empire Surgery Center, L.P. Also enclosed is a check in the amount of \$20 in payment of the filing fee.

Thank you for your assistance. If you have any questions, please call me at (404) 881-7442.

Sincerely yours,


Jan R. Ezell
Corporate Paralegal

JRE:mw
Enclosure
ATL/10361668

1211 East Morehead Street
P. O. Drawer 34009
Charlotte, NC 28234-0009
704-351-6000
Fax: 704-334-2014

3605 Glenwood Avenue, Suite 310
P. O. Drawer 31107
Raleigh, NC 27622-1107
919-420-2200
Fax: 919-631-3175

601 Pennsylvania Avenue, N.W.
North Building, 11th Floor
Washington, DC 20004-2601
202-736-3300
Fax: 202-736-3300

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Direct Dial: 404 881-7442
E-mail: jezell@alston.com

May 27, 1999

BY HAND DELIVERY

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Drive
Atlanta, Georgia 30334-1530

Attention: Ms. Daphne Ballard

Ladies and Gentlemen:

Pursuant to the enclosed Deficient Document Filing Notice, enclosed is the 1999 Limited Partnership Annual Registration for Mountain Empire Surgery Center, L.P. Also enclosed is a check in the amount of \$15 in payment of the filing fee.

Thank you for your assistance with this filing. If you have any additional questions, please call me at (404) 881-7442.

Sincerely yours,



Jan R. Ezell
Corporate Paralegal

JRE:mw
Enclosures
cc: Ms. Michelle Jeasonne
ATL/10361668

1211 East Morehead Street
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Fax: 704-334-2014

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601 Pennsylvania Avenue, N.W.
North Building, 13th Floor
Washington, DC 20004-2601
202-756-3300
Fax: 202-756-3333