

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion to LLC		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Foundation Surgery Affiliates, Inc.		12/29/2006	CORPORATION: OKLAHOMA
RECEIVING PARTY DATA			
Name:	Foundation HealthCare Affiliates, L.L.C.		
Street Address:	13900 N. Portland		
Internal Address:	Suite 200		
City:	Oklahoma City		
State/Country:	OKLAHOMA		
Postal Code:	73134		
Entity Type:	LIMITED LIABILITY COMPANY: OKLAHOMA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2573565	F	
Registration Number:	2624483	F	
Registration Number:	2624484	FOUNDATION	
Registration Number:	2668387	FOUNDATION	
CORRESPONDENCE DATA			
Fax Number:	(405)228-7302		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	405-552-2302		
Email:	cliff.dougherty@mcafeetaft.com		
Correspondent Name:	Clifford C. Dougherty, III		
Address Line 1:	211 North Robinson		
Address Line 2:	10th Floor, Two Leadership Square		
Address Line 4:	Oklahoma City, OKLAHOMA 73102		
ATTORNEY DOCKET NUMBER:	11677.3		

CH \$115.00 2573565

NAME OF SUBMITTER:	Clifford C. Dougherty, III
Signature:	/Clifford C. Dougherty, III/
Date:	08/07/2007
Total Attachments: 4 source=FHA#page1.tif source=FHA#page2.tif source=FHA#page3.tif source=FHA#page4.tif	

OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF CONVERSION

WHEREAS,
FOUNDATION HEALTHCARE AFFILIATES, L.L.C.

a domestic limited liability company organized under the laws of the State of OKLAHOMA has filed in the office of the Secretary of State duly authenticated evidence of a conversion, as provided by the laws of the State of Oklahoma.

NOW THEREFORE, I, the undersigned Secretary of State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this Certificate evidencing such conversion.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.

EFFECTIVE DATE: January 01, 2007



*Filed in the city of Oklahoma City this
29th day of December, 2006.*

M. Susan Savage

Secretary of State

CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY

TO: Oklahoma Secretary of State
2300 N. Lincoln Blvd.
Room 101, State Capitol Bldg.
Oklahoma City, OK 73105-4897

The undersigned, for the purpose of converting a corporation into a limited liability company, under the provisions of 18 Okla. Stat. §§1090.5, 1007 and 2005, hereby executes the following Certificate of Conversion to Limited Liability Company:

1. The name of the business entity immediately prior to the filing of this Certificate of Conversion is Foundation Surgery Affiliates, Inc., an Oklahoma corporation, and such corporation was first formed by the filing of its Articles of incorporation with the Oklahoma Secretary of State on January 24, 1996.
2. The name of the limited liability company, as set forth in its Articles of Organization, attached hereto, is Foundation HealthCare Affiliates, L.L.C.
3. The conversion has been approved in accordance with 18 Okla. Stat. §1090.5.
4. The future effective date of the conversion shall be January 1, 2007.

SIGNED and dated this 28th day of December, 2006, by the President and attested by the Secretary of Foundation Surgery Affiliates, Inc.

FOUNDATION SURGERY AFFILIATES, INC.

By: [Signature]
Robert M. Byers, President

ATTESTED:

[Signature]
Jon H. Priesen, Secretary
Eric Gleichman, Assistant Secretary

12/29/2006 08:38 AM
OKLAHOMA SECRETARY OF STATE



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ARTICLES OF ORGANIZATION

TO: Oklahoma Secretary of State
2300 N. Lincoln Blvd.
Room 101, State Capitol Bldg.
Oklahoma City, OK 73105-4897

These Articles of Organization are being filed in conjunction with a Certificate of Conversion to Limited Liability Company pursuant to 18 Okla. Stat. §§1090.5, 1007 and 2005 for the purpose of forming Foundation HealthCare Affiliates, L.L.C., an Oklahoma limited liability company.

1. The name of the limited liability company is Foundation HealthCare Affiliates, L.L.C. (the "Company").

2. The street address of the principal office and the name and street address of the agent for service of process as required pursuant to Title 18, Okla. Stat. § 2005 is:

Principal Office: 13900 N. Portland Avenue, Suite 200
Oklahoma City, OK 73134-4042

Service Agent: Foundation Management Affiliates, L.P.
13900 N. Portland Avenue, Suite 200
Oklahoma City, OK 73134-4042

3. The term of the existence of the Company shall be perpetual.

4. The future effective date of these Articles of Organization shall be January 1, 2007.

IN WITNESS WHEREOF, the Company has caused these Articles of Organization to be executed by its Manager this 28th day of December, 2006.

FOUNDATION HEALTHCARE AFFILIATES,
L.L.C.

By: _____

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Robert M. Byers, Manager