

Fee for Form 11-A: \$ 50.00
Filing fee: \$ 35.00
+ License fee: \$ 75.00(See Section 136 II)
Total fees \$160.00

Form No. 11
RSA 293-A:54
RSA 294

Use black print or type.
Leave 1" margins both sides.

FILED

MAR 4 1992

ARTICLES OF INCORPORATION
OF
Portsmouth Anesthesia Associates, Prof. Ass'n.

NEW HAMPSHIRE
SECRETARY OF STATE

THE UNDERSIGNED, ACTING AS INCORPORATOR(S) OF A CORPORATION UNDER THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION:

FIRST: The name of the corporation is Portsmouth Anesthesia Associates, Prof. Ass'n. (Note 1)

SECOND: The period of its duration if such period is other than perpetual:
Perpetual

THIRD: The corporation is empowered to transact any and all lawful business for which corporations may be incorporated under RSA 293-A*and the principal purpose or purposes for which the corporation is organized are:

* & RSA 294

The corporation will be engaging in the practice of medicine and will control, maintain and operate the functioning of the Anesthesia Department at Portsmouth Regional Hospital.

[if more space is needed, attach additional sheet(s)]

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is: (Note 2)

300 shares without par value.

FIFTH: The capital stock will be sold or offered for sale within the meaning of RSA 421-B. (New Hampshire Securities Act) (Note 3)*

SIXTH: Provisions, if any, for the limitation or denial of preemptive rights: (Note 4)*

None.

SEVENTH: Provisions for the regulation of the internal affairs of the corporation are: (Note 5)*

These are provided for in the By-laws of the corporation.

EIGHTH: Provision eliminating or limiting personal liability of directors or officers: (Note 6)*

None

ARTICLES OF INCORPORATION
OF Portsmouth Anesthesia Associates, Prof. Ass'n.

NINTH: The address of the initial registered office of the corporation is
82 Court Street, Portsmouth, New Hampshire 03801

and the name of its initial registered agent at such address is _____
William G. Scott

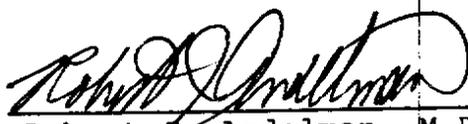
TENTH: The number of directors constituting the initial board of directors
of the corporation is Four (4) and the names and addresses of the persons who
are to serve as directors until the first annual meeting of shareholders or
until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
<u>Robert J. Andelman, M.D.</u>	<u>333 Borthwick Ave., Portsmouth, NH 03801</u>
<u>John Leach, M.D.</u>	<u>333 Borthwick Ave., Portsmouth, NH 03801</u>
<u>Thomas Menke, D.O.</u>	<u>333 Borthwick Ave., Portsmouth, NH 03801</u>
<u>Andrew Kulesza, M.D.</u>	<u>333 Borthwick Ave., Portsmouth, NH 03801</u>

ELEVENTH: The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Robert J. Andelman, M.D.</u>	<u>333 Borthwick Ave., Portsmouth, NH 03801</u>
_____	_____
_____	_____

Dated March 3, 1992



Robert J. Andelman, M.D.

Incorporator(s)
(Note 7)

Mail fees, DUPLICATE ORIGINALS (ORIGINAL SIGNATURES ON BOTH) AND
FORM 11-A (Note 3) to: Secretary of State, State House,
Room 204, 107 North Main Street, Concord, NH 03301-4989

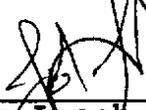
CONSENT TO USE TRADE NAME

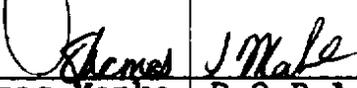
NOW COMES Portsmouth Anesthesia Associates, and hereby consents to the use of the trade name "PORTSMOUTH ANESTHESIA ASSOCIATES" for a New Hampshire corporation to be formed by Robert J. Andelman, M.D., with a business address of 333 Borthwick Avenue, Portsmouth, New Hampshire 03801.

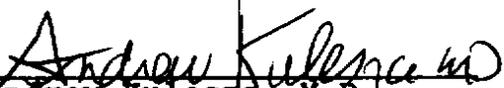
DATED: March 3, 1992.

PORTSMOUTH ANESTHESIA ASSOCIATES

By: 
Robert J. Andelman, P.A.

By: 
John Leach, M.D., P.A.

By: 
Thomas Menke, D.O.P.A.

By: 
Andrew Kulesza, M.D.