



1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

90-2-0-11

95 OCT 10 PM 4: 5
DIVISION OF REVENUE

ACCOUNT NO. : 072100000032

REFERENCE : 705439 869010

AUTHORIZATION :

COST LIMIT : 9 FREPAID

ORDER DATE : October 10, 1995

ORDER TIME : 10:56 AM

ORDER NO. : 705439

CUSTOMER NO: 869010

CUSTOMER: Ms. Jean Paulsen
Prentice Hall Legal &
400 North Saint Paul
Suite 1025
Dallas, TX 75201

300001605423
-10/11/95--01002--005
*****70.00 *****70.00

FOREIGN FILINGS

NAME: ORTHOFIX INC.

FILED
95 OCT 10 PM 4: 35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ PROFIT
☐ NON-PROFIT

☒ CORPORATE
☐ LIMITED PARTNERSHIP

☒ QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: DEBORAH SCHRODER

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Orthofix Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Minnesota 3. 75-2608036
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 28, 1995 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. August 21, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 250 East Arapaho Road
Richardson, Texas 75081
(Current mailing address)

8. Any business purpose or purposes permitted by law.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

The Prentice Hall

Name: Corporation System, Inc.

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: Susan Prevost
(Registered agent's signature)
Susan Prevost, Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: *** SEE ATTACHED ***

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: *** SEE ATTACHED ***

Address: _____

Vice President: _____

Address: _____

Secretary: _____

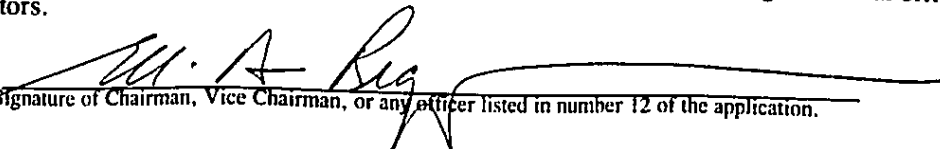
Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Ellis A. Regenbogen, Vice President
(Typed or printed name and capacity of person signing application)

**Orthofix Inc.
Directors and Officers**

as of September 29, 1995

Directors:*

**Robert Gaines Cooper
James F. Gero
John W. Littlechild
Arthur W. Schwalm
Brian Steer**

Officers:*

President and Chief Executive Officer

John F. Clifford

Vice President/Corporate Operations

Stuart B. Johnson

Vice President/Sales

Timothy A. Bowling

**Vice President/Law and Administration,
General Counsel and Secretary**

Ellis A. Regenbogen

Vice President/Research and Development

Nama Doddi, Ph.D.

Vice President/Human Resources

LaVonne M. Chimbel

* The address for all the above is:

**Orthofix Inc.
250 East Arapaho Road
Richardson, Texas 75081**

Tel. (214) 918-8300

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

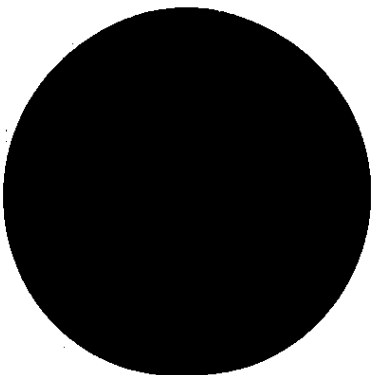
Name: Orthofix Inc.

Date Formed: 04/28/1995

Chapter Governed By: 302A

This certificate has been issued on 10/05/95.

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95 OCT 10 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Joan Anderson Grove
Secretary of State.

F95000004910

National Registered Agents, Inc.

VIA U.S. MAIL

October 15, 1997

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

400002323904--5
-10/20/97--01064--001
*****35.00 *****35.00

RE: Orthofix, Inc.

Dear Sir/Madam:

Enclosed for filing, please find the appropriate document required by your state for changing the registered agent to National Registered Agents, Inc. Also, please find a check in the amount of \$35.00 to cover your filing fees.

Please process as soon as possible and return a filed stamped copy in the enclosed self-addressed stamped envelope.

If you have any questions or if I can help you in any way possible, please call.

Very truly yours,

CHARLES BACLET AND ASSOCIATES, INC.

Ana M. Escobar

Ana M. Escobar
Paralegal

Enclosures

FILED
97 OCT 20 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*R.A. change
LFT*

10-22-97

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Minnesota submits the following statement in order to change its registered office or registered agent, or both, in the State Florida.

1a. The name of the corporation is: Orthofix Inc.

1b. Date of incorporation: October 10, 1995 Document number F95000004910

2. The name and address of the current registered agent and office:
The Prentice-Hall Corporation System, Inc.

1201 Hays St. #105 Tallahassee, Florida 32301

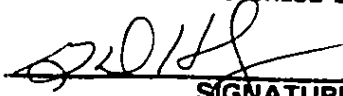
3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

NRAI Services, Inc.

526 East Park Avenue, Tallahassee, Florida 32301

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


SIGNATURE
October 13, 1997
DATE

Gary Henley, Senior Vice-President
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

NRAI Services, Inc.
SIGNATURE By:  C. Baclet
(Registered Agent)
DATE October 9, 1997