

# H80326

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**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
ALL FLORIDA ORTHOPAEDIC ASSOCIATES, P.A.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, **All Florida Orthopaedic Associates, P.A.**, a Florida corporation (the "Corporation"), adopts the following amendments to its Articles of Incorporation:

**ARTICLE I  
Name**

The name of the corporation is All Florida Orthopaedic Associates, P.A.

**ARTICLE II  
Amendment**

Article IV of the Articles of Incorporation is deleted in its entirety and replaced with the following:

**"ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock authorized to be issued by the Corporation is 2,000 shares of capital stock, of which 1,800 shall be voting shares and 200 shall be non-voting shares. Except for the difference in voting rights, all of the shares shall be common shares with the par value of \$1.00 per share and each of which shall have the same rights and privileges. Each of the voting common shares shall entitle the holder thereof to one vote at any shareholders' meeting and otherwise to participate in all such meetings and in the assets of the Corporation. The shares shall be issued for such consideration as may be determined from time to time by the Board of Directors, provided that such consideration shall have a value at least equal to the full par value of such shares. The shares may be paid for in lawful money of the United States of America, or in property, labor or service of any other legal form of consideration.

None of the shares of the Corporation may be issued to anyone other than an individual duly licensed to practice medicine in the State of Florida."

The amendment does not provide for an exchange, reclassification, or cancellation of issued shares.

**ARTICLE III  
Date of Adoption**

The amendment was adopted on the 4<sup>th</sup> day of December, 2009.

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**ARTICLE IV**  
**Manner of Adoption**

The amendment was duly approved by the shareholders of the Corporation and the number of votes cast for the amendment by the shareholders was sufficient for approval.

Dated this 4<sup>th</sup> day of December, 2009.

**All Florida Orthopaedic Associates, P.A.**

By:   
Robert G. Hamilton, President

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