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ACCOUNT NO. : 072100000032

REFERENCE : 852886 134265A

AUTHORIZATION : *Patricia Pruitt*

COST LIMIT : \$ 70.00

ORDER DATE : June 11, 1998

ORDER TIME : 1:34 PM

ORDER NO. : 852886-005

CUSTOMER NO: 134265A

CUSTOMER: Laura K. Betten, Esq
LAURA K. BETTEN, P.A.

1361 Bedford Drive
Melbourne, FL 32940

300002557408--6

DOMESTIC FILING

NAME: PROSTHETICS CONCEPTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 11 AM 10:07

RECEIVED
98 JUN 11 AM 2:36
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 11 AM 10:07

ARTICLES OF INCORPORATION
OF
PROSTHETICS CONCEPTS, INC.

ARTICLE I - NAME

The name of this corporation is PROSTHETICS CONCEPTS, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that which

he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1361 Bedford Drive, Suite 102, Melbourne, FL 32940, and the name of the initial registered agent of this corporation at that address is LAURA K. BETTEN.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Roy McMurray	11040 South Tropical Trail Merritt Island, FL 32952
William Stanley Patterson	107 Esther Drive Cocoa Beach, FL 32931

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Roy McMurray	11040 South Tropical Trail Merritt Island, FL 32952
William Stanley Patterson	107 Esther Drive Cocoa Beach, FL 32931

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI

APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XIII - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XV - PRINCIPAL OFFICE

The principal office address and mailing address of this corporation shall be: 11040 South Tropical Trail, Merritt Island, Florida 32952.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9th day of June, 1998.



ROY MCMURRAY, INCORPORATOR



WILLIAM STANLEY PATTERSON, INCORPORATOR

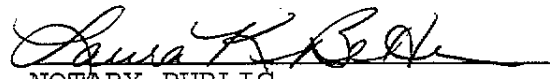
STATE OF FLORIDA :

COUNTY OF BREVARD :

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared ROY MCMURRAY, who is personally known to me and who did take an oath and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that she executed these Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 9th day of June, 1998.

My Commission Expires:


NOTARY PUBLIC
State of Florida at Large




STATE OF FLORIDA :

COUNTY OF BREVARD :

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared WILLIAM STANLEY PATTERSON, who is personally known to me and who did take an oath and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed these Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 9th day of June, 1998.

My Commission Expires:


NOTARY PUBLIC
State of Florida at Large



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

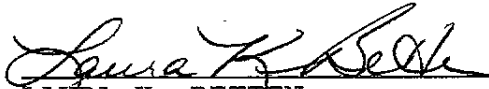
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 11 AM 10:07

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST that PROSTHETICS CONCEPTS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Merritt Island, County of Brevard, State of Florida, has named LAURA K. BETTEN, located at 1361 Bedford Drive, Suite 102, Melbourne, Florida 32940, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

 (S)
LAURA K. BETTEN