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CONTACT: ANNE ELLIS  
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FAX #: (813)229-4133

NAME: H. REITMAN, M.D., R. KLEIMAN, M.D., P.A.

AUDIT NUMBER.....H97000001836

DOC TYPE.....BASIC AMENDMENT

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## CARLTON FIELDS

ATTORNEYS AT LAW

ONE HARBOUR PLACE  
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TAMPA, FLORIDA 33602-3799

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TEL (813) 223-7000 FAX (813) 229-4133

January 30, 1997

AUDIT NO. H97000001836 0

VIA FACSIMILE

Division of Corporations  
Florida Department of State  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Orthopaedic Associates of Broward, Inc.

Gentlemen:

Enclosed is confirmation of an electronic filing of the Amended and Restated Articles of Incorporation of H. Reitman, M.D., R. Kleiman, M.D., P.A. which changes the corporate name to Orthopaedic Associates of Broward, Inc. Our firm reserved the name Orthopaedic Associates of Broward, Inc. on January 17, 1997, under reservation number R97000000233.

If you should have any questions concerning this matter, please call me at (813) 229-4249. Thank you.

Sincerely,



Charlene Carpenter  
Legal Assistant

/bcc  
Attachments  
pc: Kevin Sutton, Esquire

AUDIT NO. H97000001836 0

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AUDIT NO H97000001836 0

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
H. REITMAN, M.D., R. KLEIMAN, M.D., P.A.**

The articles of incorporation of H. REITMAN, R. KLEIMAN, M.D., P.A., a Florida professional service corporation (the "Corporation"), are hereby amended and restated under the Florida Business Corporation Act in order to convert the Corporation from a professional service corporation to a corporation existing under the Florida Business Corporation Act.

1. The name of the Corporation, as amended below, is Orthopaedic Associates of Broward, Inc.

2. The Amended and Restated Articles of Incorporation, which are hereinafter set forth in paragraph 5, were duly adopted by all of the board of directors and all of the shareholders of the Corporation by written consent in lieu of a special meeting dated as of January 30, 1997.

3. Articles I, II, III, V and VI of the articles of incorporation, relating to the Corporation's name, nature of corporate purpose, capital stock, address and board of directors, are hereby amended to read as set forth in Articles I through V of the Amended and Restated Articles of Incorporation set forth below. Articles IV, V, VIII, IX, X, XI and XII of the original articles of incorporation were deleted.

4. There is no discrepancy between the articles of incorporation, as heretofore amended, and the Amended and Restated Articles of Incorporation set forth below in paragraph 5, other than the amendments referenced in paragraph 3 above, which were adopted pursuant to Florida Statutes Section 607.1003.

5. The articles of incorporation of the Corporation are hereby amended and restated, effective as of January 31, 1997, and shall supersede all other filings, and shall be the Articles of Incorporation of the Corporation at such time and until amended and changed in accordance with the provisions of the Florida Business Corporation Act, as follows:

Prepared by: Kevin H. Sutton, Esquire  
Carlton Fields  
One Harbour Place  
Tampa, FL 33602  
(813) 223-7000  
Fla. Bar #0009830

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TALLAHASSEE, FLORIDA

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
ORTHOPAEDIC ASSOCIATES OF BROWARD, INC.**

**ARTICLE I**

**Name**

The name of the corporation is Orthopaedic Associates of Broward, Inc. (the "Corporation").

**ARTICLE II**

**Purpose**

The Corporation is organized and shall be operated for any lawful purpose or purposes.

**ARTICLE III**

**Shares**

The Corporation shall have authority to issue 500 common shares with a par value of \$1.00 per share.

**ARTICLE IV**

**Director**

The Corporation shall have two (2) director(s), and such directors shall be elected in accordance with the bylaws of the Corporation. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation.

**ARTICLE V**

**Principal Office and Mailing Address**

The Corporation's principal office and mailing address is Pine Island Medical Center, 350 N. Pine Island Road, Level 2, Plantation, Florida 33324.

Dated effective as of the 31st day of January, 1997.

**ORTHOPAEDIC ASSOCIATES OF BROWARD, INC.**

By: 

Name: Harold S. Reisman, M.D.

Its: President

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