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(Business Entity Name)

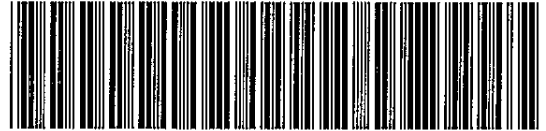
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STATE REGISTRATIONS  
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515 EAST PARK AVENUE  
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CONTACT: KATIE WONSCH

DATE: 01/04/2006

REF. #: 000399.46309

CORP. NAME: ORTHOPAEDIC CENTER OF SOUTHWEST FLORIDA, PLLC

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- ARTICLES OF INCORPORATION       ARTICLES OF AMENDMENT       ARTICLES OF DISSOLUTION
- ANNUAL REPORT       TRADEMARK/SERVICE MARK       FICTITIOUS NAME
- FOREIGN QUALIFICATION       LIMITED PARTNERSHIP       LIMITED LIABILITY
- REINSTATEMENT       MERGER       WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- OTHER:

STATE FEES PREPAID WITH CHECK# 515647 FOR \$ 125.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- CERTIFIED COPY       CERTIFICATE OF GOOD STANDING       PLAIN STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF  
ORTHOPAEDIC CENTER OF SOUTHWEST FLORIDA, PLLC

The undersigned certifies that we have associated ourselves together for the purposes of becoming a professional limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of professional limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the professional limited liability company.

ARTICLE I

**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the professional limited liability company shall be ORTHOPAEDIC CENTER OF SOUTHWEST FLORIDA, PLLC, and the address of its principal office is c/o John A. Moran, Esq., 1990 Main Street, Suite 700, Sarasota, Florida 34236, and the mailing address is c/o John A. Moran, Esq., P. O. Box 3948, Sarasota, Florida 34230-3948, in the County of Sarasota, State of Florida, but it shall have the power of authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

**PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for professional limited liability companies, the general nature of the business or businesses to be transacted, and which the professional limited liability company is authorized to transact, shall be as follows:

1. To engage in every phase and aspect of the business of rendering the same professional services to the public that a physician, licensed under the laws of the State of Florida, is allowed to render, but such professional services shall be rendered only through individuals authorized by the laws of the State of Florida to render such professional services as individuals.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or

corporation carrying on any kind of business of a similar nature to that which this professional limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To have, in furtherance of the corporate purposes, all of the powers conferred upon professional limited liability companies organized in the State of Florida, subject to any limitations thereof contained in these Articles of Organization, in Chapter 621 of the Florida Statutes, or any laws of the State of Florida.

### ARTICLE III

#### **EXERCISE OF POWERS**

All professional limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this professional limited liability company shall be managed under the direction of, the members of this professional limited liability company. This Article may be amended from time to time in the Operating Agreement of the professional limited liability company by a majority vote of the members of the professional limited liability company.

### ARTICLE IV

#### **MANAGEMENT**

This professional limited liability company is to be initially managed by one or more Managers.

### ARTICLE V

#### **DURATION**

The date and time when the existence of the professional limited liability company shall commence shall be on the date of filing these Articles with the Florida Secretary of State. This professional limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

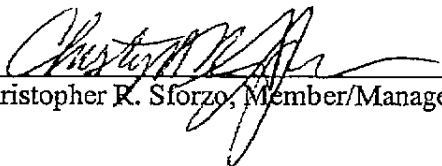
### ARTICLE VI

#### **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the professional limited liability company is 1990 Main Street, Suite 700, Sarasota, Florida 34236, in the County of Sarasota, State of Florida, and the name of the company's initial registered agent at that address is John A. Moran.

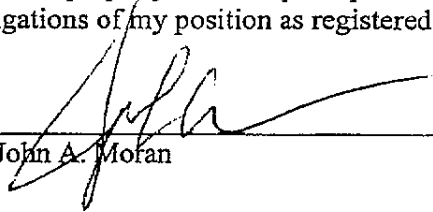
The undersigned, being an authorized representative, or member, of the professional limited liability company, certifies that this instrument constitutes the Articles of Organization of ORTHOPAEDIC CENTER OF SOUTHWEST FLORIDA, PLLC.

Executed by the undersigned on 7/4, 2005.  
JANUARY 4th, 2006

  
\_\_\_\_\_  
Christopher R. Sforzo, Member/Manager

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated professional limited liability company 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 relating to the property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided in Chapter 621, Florida Statutes.

  
\_\_\_\_\_  
John A. Moran