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1 FEB 20 4:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*Patricia*

ORDER DATE : February 20, 2001  
ORDER TIME : 2:04 PM  
ORDER NO. : 026216-005  
CUSTOMER NO: 7196608

*Name  
Change  
Amend*

CUSTOMER: Janet Parker Ailstock, Esq  
J. Parker Ailstock, P.a.  
2615 N.w. 5th Place  
Gainesville, FL 32607

000003744050--0

DOMESTIC AMENDMENT FILING

NAME: UNIVERSITY OF FLORIDA  
ORTHOPAEDIC TISSUE BANK, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155  
EXAMINER'S INITIALS:

*JWR*  
*2/21/01*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF THE  
UNIVERSITY OF FLORIDA ORTHOPAEDIC TISSUE BANK, INC.

FILED  
01 FEB 20 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

To the provisions pursuant of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to it's articles of incorporation.

FIRST: Article I is hereby deleted in its entirety and amended by adding the following Article.

ARTICLE 1

Name

The name of the corporation is Southeast Tissue Alliance, Inc..

SECOND: Article IV is hereby deleted in its entirety and amended by adding the following Article.

ARTICLE IV

Purposes and Powers

Section 1. This corporation is organized and shall be operated exclusively for research, educational and services related to human tissue transplantation and not for pecuniary profit. The purposes for this corporation include the procurement, processing, and distribution of human tissue for transplantation.

Section 2. All the assets and earnings of the corporation shall be used exclusively for the exempt purposes set forth above, including the payment of expenses incidental thereto. No substantial part of this corporation's activities shall be the carrying on of a program of the propaganda or otherwise attempting to influence legislation. The corporation shall not participate on or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for political

office. The corporation shall conduct its activities without regard to race, creed, age, sex, religion, or national origin.

Section 3. Powers. This corporation shall have all the powers and authority as are now or may hereafter be granted to corporations not for profit under the laws of the State of Florida. The corporation shall have no capital stock, pay no dividends, distribute no part of the income to its members, directors, or officers, and the private property of the incorporators, members, directors and officers shall not be liable for the debts of the corporation. No part of the net earnings shall inure to the benefit of any individual, except that this corporation shall be authorized and empowered to pay reasonable compensation to its employees for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. Notwithstanding any other provision hereof, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501 © (3) if the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or by any organization contributions to which are deductible under Section 170©(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws).

THIRD: Article XI is hereby deleted in its entirety and amended by adding the following Article.

## ARTICLE XI

### Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and adopted by a vote of two-thirds (2/3) of the directors of this corporation.

FOURTH: Article XIII is hereby deleted in its entirety and amended by adding the following Article.

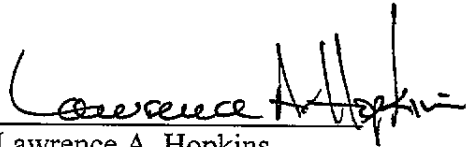
### ARTICLE XIII

#### Dissolution

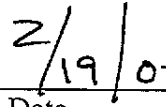
Upon dissolution or winding up of this corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to one or more domestic foreign corporations, trusts, societies, or organizations engaged in activities substantially similar to this corporation provided that it is exempt under Section 501 © (3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), or in the event that such organization is not in existence or is not exempt under Section 501 © (3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the corporation shall be distributed to such scientific, educational, and charitable organizations ruled exempt by the Internal Revenue Service under Section 501 © (3) and Section 170 © (2) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), as may be selected by the last Board of Directors, and none of the assets will be distributed to any members, directors, or officers of this corporation.

FIFTH: The date of adoption of these amendments was: November 09, 2000.

There are no members entitled to vote on the amendment. The amendment was adopted by the Board of Directors and University of Florida Tissue Bank, Inc.



Lawrence A. Hopkins  
President and CEO  
Member of Board of Directors



Date