

TRANSMITTAL LETTER

P00000090544

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Altra Medical Corporation  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 SEP 25 AM 10:17

FILED

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Leslie O. Littell  
Name (Printed or typed)

9743 Sago Point Drive  
Address

Largo, FL 33777  
City, State & Zip

727-391-6574  
Daytime Telephone number

200003403512--9  
-09/26/00--01011--002  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

NOTE: Please provide the original and one copy of the articles.

T. Burch SEP 20 2000

**ARTICLES OF INCORPORATION  
OF  
ALTRA MEDICAL CORPORATION**

FILED  
00 SEP 25 AM 10:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of this corporation is Altra Medical Corporation.

**ARTICLE II**

The principal office of this corporation and the mailing address of this corporation is 9743 Sago Point Drive, Largo, Florida 33777.

**ARTICLE III  
DURATION; EFFECTIVE DATE**

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of the State of Florida.

**ARTICLE IV  
PURPOSES**

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

**ARTICLE V  
CAPITAL STOCK**

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\*\$1.00) par value common stock.

**ARTICLE VI  
REGISTERED OFFICE AND REGISTERED AGENT**

The name of the initial Registered Agent of this corporation and of the street address of the initial Registered Office are LESLIE O. LITTELL, 9743 Sago Point Drive, Largo, Florida 33777.

**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are LESLIE O. LITTELL, 9743 Sago Point Drive, Largo, Florida 33777.

**ARTICLE VIII  
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation are Leslie O. Littell, 9743 Sago Point Drive, Largo, Florida 33777.

**ARTICLE IX  
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 X  
BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

**ARTICLE XI  
INFORMAL SHAREHOLDER ACTION**

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 18<sup>th</sup> day of September, 2000.



Leslie O. Littell

Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT  
ACKNOWLEDGMENT OF REGISTERED AGENT**

Pursuant to Section 607.0501, Florida Statutes, I agree to act in the capacity of Registered Agent for the above corporation and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0501, Florida Statutes.

Dated this 18<sup>th</sup> day of September, 2000.

  
\_\_\_\_\_  
Leslie O. Littell

**Registered Agent**