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File: #21-104

March 6, 2001

Division of Corporations  
Florida Department of State  
Attn: Beth Register  
409 E. Gaines St.  
Tallahassee, Florida 32399

100003850331--4  
-03/13/01-01080-008  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Advanced Prosthetics & Orthotics, Inc.

Dear Beth:

As we discussed on the telephone today, we are forwarding to you the original and duplicate copy of the Articles of Incorporation of this corporation as well as the executed Designation of Resident Agent form.

Also enclosed is a check in the amount of \$87.50 to cover the following:

Filing Fee for Corporation for Profit	\$35.00
Certified Copy of Articles of Incorporation	8.75
Filing Fee for Designation of Resident Agent	35.00
Certificate of Status	8.75

Sincerely,

*Carol A. Zeglen*

Carol A. Zeglen  
Legal Assistant

CAZ:jlf

Enclosures

FILED  
01 MAR 13 PM 3:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION  
OF  
ADVANCED PROSTHETICS & ORTHOTICS, INC.**

01 MAR 13 PM 3:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation is ADVANCED PROSTHETICS & ORTHOTICS, INC.

**ARTICLE II - TERM**

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is when the Articles are received in the office of the Secretary of State.

**ARTICLE III - PURPOSE**

The corporation may engage in any activity or business permitted under the law of the United States and of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the corporation is authorized to issue is seven thousand five hundred (7,500) shares. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

## ARTICLE V - 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 VI - ADDRESS

The street address of the initial registered office of the corporation is 6030 N. W. 68<sup>th</sup> Manor, Parkland, FL 33067 and the name of its initial registered agent at such address is Mary M. Proksell.

## ARTICLE VII - DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is one. The number of Directors may be increased from time to time by the Bylaws . The name and address of each person who is to serve as a member of the initial Board of Directors is:

Seppo Olavi Leino  
C/O Mary M. Proksell  
6030 N. W. 68<sup>th</sup> Manor  
Parkland, FL 33067

## ARTICLE VIII - INCORPORATORS

The name and address of each incorporator is:

Seppo Olavi Leino  
C/o Mary M. Proksell  
6030 N. W. 68<sup>th</sup> Manor  
Parkland, FL 33067

## ARTICLE IX - BYLAWS

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

## ARTICLE X - AMENDMENTS

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 are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has executed these Articles of Incorporation, this 16<sup>th</sup> day of February, 2001.



Seppo Olavi Leino  
Subscriber

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared SEppo OLAVI LEINO known by me to be the person(s) who executed the foregoing Articles of Incorporation, and acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, this 16<sup>th</sup> day of February, 2001.



Carol A. Zeglen  
MY COMMISSION # CC756917 EXPIRES  
July 28, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

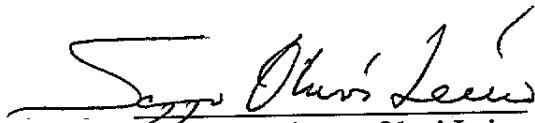


Carol A. Zeglen  
NOTARY PUBLIC

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

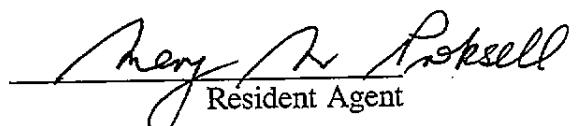
First, that ADVANCED PROSTHETICS & ORTHOTICS, INC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Parkland, State of Florida, has named Mary M. Proksell, 6030 N. W. 68<sup>th</sup> Manor, Parkland, FL 33067 as its agent to accept service of process within Florida.



Seppo Olavi Leino

February 16, 2001  
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Resident Agent

February 16, 2001  
Date FILED  
MAR 13 PM 3:13  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE