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**BASIC AMENDMENT**

**ZEIDE, KOHN, CHALAL, DONAGHUE, MATUSZAK, PRESS, RATT**

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ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
ZEIDE, KOHN, CHALAL, DONAGHUE,  
MATUSZAK, PRESS, RATTEY, CLANCY & LEVIN, P.A.

The following provisions of the Articles of Incorporation of ZEIDE, KOHN, CHALAL, DONAGHUE, MATUSZAK, PRESS, RATTEY, CLANCY, & LEVIN, P.A., a Florida corporation ("Corporation"), filed with the Department of State on April 17, 2003, Charter Number P03000043410 be, and it is hereby, amended as shown below:

1. Article I of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

Article I - Name

The name of this Corporation is:

ORTHOPEDIC CENTER OF PALM BEACH COUNTY, INC.

2. Article II of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

Article II - Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

3. Article VII of the Articles of Incorporation of this Corporation is deleted in its entirety and the following new Article VII is substituted in its place:

Article VII - Preemptive Right

The shareholders of this corporation, having the same kind, class or series of stock, shall have the preemptive right to purchase, at the price which it is offered to others, a pro rata share (as nearly as may be done without issuance of fractional shares) of unissued or treasury shares of the corporation; or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

Jeffrey L. Cohen, Esq. (Florida Bar #703966)  
Strawn, Monaghan & Cohen, P.A.  
54 N. E. Fourth Avenue  
Delray Beach, FL 33483  
(561) 278-9400

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4. The foregoing amendment was adopted by a Corporate Action by all the Directors and all the Shareholders of this Corporation, dated September 20, 2005.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of September 20, 2005.

By: \_\_\_\_\_



Joseph B. Chalal, M.D.,  
President

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