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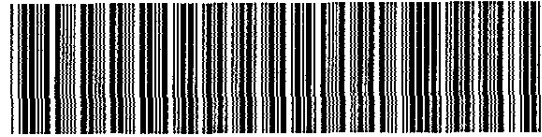
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2/27/04 JOEL

R. JOEL WEISS

Requestor's Name
2131 HOLLYWOOD BLVD. #504
Address
HOLLYWOOD, FL 33020
City State ZIP Phone
(954) 925-6464

CORPORATION(S) NAME

South Beach Orthotics and Prosthetics, Inc.



Empire Toll Free: 1-800-432-3028

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
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Glenda E. Hood
Secretary of State

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DIVISION OF CORPORATION

March 3, 2004

EMPIRE

SUBJECT: SOUTH BEACH ^ROTHOTICS AND PROSTHETICS, INC.
Ref. Number: W04000008713

We have received your document for SOUTH BEACH OTHOTICS AND PROSTHETICS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 804A00014274

ARTICLES OF INCORPORATION
OF
SOUTH BEACH ORTHOTICS AND PROSTHETICS, INC.

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TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is SOUTH BEACH ORTHOTICS AND PROSTHETICS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of providing orthotic and prosthetic services to patients as well as for the purpose of transacting and any all lawful business for which a corporation may be incorporated.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL

INITIAL REGISTERED AGENT/OFFICE AND PRINCIPAL PLACE OF BUSINESS

The street address of the initial Registered Agent and principal place of business of the corporation is 950 W. 41st Street, Suite 100, Miami Beach, Florida 33140, and the name of the initial registered agent of this corporation at that address is DANIEL REID.

**ARTICLE VI - 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 by the By-Laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

DANIEL REID
950 W. 41st Street
Suite 100
Miami Beach, FL 33140

ARTICLE VII - INCORPORATOR

The name and address of the person sign these Articles of Incorporation is

DANIEL REID
950 W. 41st Street
Suite 100
Miami Beach, FL 33140

ARTICLE VIII - BY-LAWS

By-Laws may be repealed or amended, and new By-Laws may be adopted, by either the Board of Directors or the Shareholders, but the Board of Directors may not amend or repeal any By-Laws adopted by the Shareholders if the Shareholders specifically provide such By-law is not subject to amendment or repeal by the Directors.

**ARTICLE IX - APPROVAL OF
SHAREHOLDERS REQUIRED
FOR MERGER**

The approval of a majority of the Shareholders of the Corporation to any plan or merger shall be required in every case, whether or not approval is required by law.

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI - DIRECTORS' COMPENSATION

The Shareholders of this Corporation shall have the exclusive authority to fix the compensation of the Directors of this Corporation.

ARTICLE XII - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series of that which he already holds, shall have the first right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price which is offered to others.

**ARTICLE XIII - PREFERENCES
LIMITATIONS AND RELATIVE RIGHTS
OF SHARES OF CAPITAL STOCK**

Section 1. DIVIDENDS

The holders of record of the Common Shares of this Corporation shall be entitled to dividends at such times as the Corporation is authorized to pay dividends.

Section 2. RIGHTS UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation, the holders of record of the outstanding Common Shares shall be paid from the remaining assets of this Corporation ratably.

Section 3. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE XIV - POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XV - AMENDMENTS

This Corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation or any Amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of FEBRUARY, 2001.


DANIEL REID

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 DANIEL REID, ~~known to me~~ or who has produced Fla. Driver's License as identification, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 27th day of FEBRUARY, 2004.


NOTARY PUBLIC
R. JOEL WEISS

My Commission Expires:

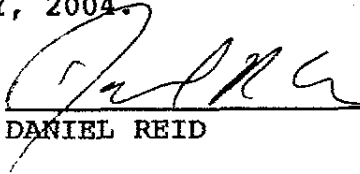


R. JOEL WEISS
MY COMMISSION # DD 255441
EXPIRES: January 11, 2008
Bonded Thru Budget Notary Services

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been appointed as Registered Agent for the above named Corporation, hereby consents to said appointment and agrees to serve as same for said Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27th day of FEBRUARY, 2004.



DANIEL REID

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