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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.
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SECRET
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

PHOENIX ORTHOPAEDIC CORP.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
PHOENIX ORTHOPAEDIC CORP.

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is PHOENIX ORTHOPAEDIC CORP.

ARTICLE II

BUSINESS ADDRESS

The business address of this corporation is 10001 N.W. 50th Street, Bay W2, Sunrise, Florida 33351.

ARTICLE III

DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation with the Department of State.

ARTICLE IV

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

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ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue two million (2,000,000) shares of One (\$.01) Cent par value common stock, which shall be designated "Common Shares."

ARTICLE VI

VOTING RIGHTS

This Corporation shall issue two (2) classes of common stock, to-wit:

1. Voting common stock; and
2. Nonvoting common stock.

The two (2) classes of common stock, except for their voting rights, shall be identical in all respects, including but not limited to their rights, preferences and obligations.

Each share of voting common stock of this Corporation shall entitle the holder of record hereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VII

PREEMPTIVE RIGHTS

There shall be no preemptive rights in any stock herein issued or hereafter issued.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 4000 Hollywood Boulevard, Suite 485 South, Hollywood, Florida 33021, and the name of the initial registered agent of this corporation at that address is Mitchell F. Green.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but never less than one (1).

The name and address of the initial director of this corporation is:

Zoya Hajianpour
10001 N.W. 50th Street, Bay W2
Sunrise, Florida 33351

ARTICLE X

INCORPORATOR

The name and address of the Incorporator is:

Zoya Hajianpour
10001 N.W. 50th Street, Bay W2
Sunrise, Florida 33351

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this _____ day of September, 2004.



Zoya Hajianpour
Initial Director/Incorporator

Sep.22. 2004 10:56AM

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**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 Sections 48.091 and 607.0501, Florida Statutes, the following is
submitted:

FIRST -- That PHOENIX ORTHOPAEDIC CORP., desiring to organize or qualify under
the laws of the State of Florida, with its principal place of business at 10001 N.W. 50th
Street, Bay W2, City of Sunrise, State of Florida, has named Mitchell F. Green, located at
4000 Hollywood Boulevard, Suite 485 South, City of Hollywood, State of Florida, as its agent
to accept service of process within the State of Florida.

SIGNATURE: 
Zoya Hattienpour

TITLE: Incorporator

DATE: 9-21-04

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.

SIGNATURE: 
Mitchell F. Green
Registered Agent

DATE: Sept 22, 2004

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