

# P05000083533

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**BASIC AMENDMENT**  
**SPINEMEDICA CORP.**

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*Amendment*  
*10/24/05*

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF SPINEMEDICA CORP.**

Pursuant to Section 607.0602 of the Florida Business Corporation Act, the Articles of Incorporation of **SPINEMEDICA CORP.**, originally filed with the Secretary of State, State of Florida on June 9, 2005, as amended on August 11, 2005, are hereby further amended as follows:

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**I.**

The Amendment adopted by the Corporation is as follows:

The Certificate of Designation Establishing the Designations, Powers, Preferences, Limitations, Restrictions and Relative Rights of Series A Convertible Preferred Stock of SpineMedica Corp., previously filed with the Secretary of State and included in Article 3 of the Articles of Incorporation, is hereby amended by deleting Section 1 thereof in its entirety and by replacing it with the following:

1. **Designation and Number of Shares.** The series will be known as the "Series A Convertible Preferred Stock" (the "Series A Preferred Stock"), and will be a series consisting of Five Million Nine Hundred Twenty Five Thousand (5,925,000) shares of the authorized but unissued convertible preferred stock of the Corporation, having a par value of \$.001 per share. As provided in the Articles of Incorporation of the Corporation, the number of shares of Series A Preferred Stock may be increased or decreased by the Board of Directors of the Corporation from time to time, provided that the number of shares shall not be decreased below the number of shares then issued.

**II.**

The aforesaid Amendment was adopted by the Board of Directors without Shareholder action, and Shareholder action was not required, on October 20, 2005.

**III.**

The remainder of the Articles of Incorporation shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment of **SPINEMEDICA CORP.** this 21st day of October, 2005.

**SPINEMEDICA CORP.**

BY: John C. Thomas, Jr.  
**JOHN C. THOMAS, JR., Chief Financial Officer**

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