

Division of Corporations

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

Rubins Orthopedics & Joint Replacement, P.A.

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**ARTICLES OF INCORPORATION
OF
RUBINS ORTHOPEDICS & JOINT REPLACEMENT, P.A.**

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The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be: **RUBINS ORTHOPEDICS & JOINT REPLACEMENT, P.A.**

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

PRINCIPAL OFFICE	MAILING ADDRESS
10012 Yacht Club Drive South Treasure Island, Florida 33706	c/o Temple H. Drummond, Esq. Drummond Wehle & Ross LLP 328 West Bearss Avenue Tampa, Florida 33613

ARTICLE III

Purposes and Duration

The general nature of the business to be transacted by this Corporation is orthopedics and joint replacement, and to engage in every phase and aspect of the business of rendering the professional services to the public that a physician duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents of this Corporation who are duly licensed under the laws of the State of Florida to perform such services.

ARTICLE IV

Capital Stock

The Corporation is authorized to issue 10,000 shares of one dollar par value common stock, which shall be designated Common Stock.

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ARTICLE V
Initial Board of Directors

The initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until his successor has been duly elected and qualified. The name and street address of the initial director are:

<u>Name</u>	<u>Address</u>
David A. Rubins	10012 Yacht Club Drive South Treasure Island, Florida 33706

ARTICLE VI
Registered Office and Registered Agent

The initial registered office of this corporation shall be located at Drummond Wehle & Ross LLP, 328 West Bearss Avenue, Tampa, Florida 33613 and the initial registered agent of this corporation at such office shall be Temple H. Drummond. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE VII
Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Temple H. Drummond	Drummond Wehle & Ross LLP 328 West Bearss Avenue Tampa, Florida 33613

ARTICLE VIII
By-Laws

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

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ARTICLE IX
Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED October 11, 2006



TEMPLE H. DRUMMOND, Incorporator

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RUBINS ORTHOPEDICS & JOINT REPLACEMENT, P.A.**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, TEMPLE H. DRUMMOND, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED October 11, 2006



TEMPLE H. DRUMMOND, Registered Agent

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