

**BROAD and CASSEL**  
ATTORNEYS AT LAW

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BROWARD FINANCIAL CENTRE  
500 EAST BROWARD BOULEVARD  
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(954) 764-7060  
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TELECOPY (954) 761-8135

December 24, 1996

File No. 17942.0001

VIA FEDERAL EXPRESS OVERNIGHT MAIL

Secretary of State  
Division of Corporation  
409 East Gaines Street  
Tallahassee, Florida 32399

400002040734--8  
-12/30/96--01022--014  
\*\*\*\*\*96.25 \*\*\*\*\*96.25

Re: Articles of Amendment to the Articles of Incorporation  
for Broward Orthopaedic Specialists, Inc.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the Articles of Amendment to the Articles of Incorporation of Broward Orthopaedic Specialists, Inc., and a check made payable to the Secretary of State in the amount of ninety-six dollars and twenty-five cents (\$96.25) in payment of:

- |  |                |
|--|----------------|
| 1. The filing fee for the Articles of Amendment        | \$35.00        |
| 2. One (1) certified copy of the Articles of Amendment | 52.50          |
| 3. A Certificate of Status                             | 8.75           |
|  | <u>\$96.25</u> |

After filing please send us the certified copy of the Articles of Amendment in the enclosed addressed stamped return envelope.

7777 Glades Road  
Boon Raton, Florida 33434  
(561) 463-7000  
Telecopy (561) 463-7321

Miami Center  
201 South Biscayne Blvd.  
Miami, Florida 33131  
(305) 373-9400  
Telecopy (305) 373-9443

100 North Tampa  
Suite 3500  
Tampa, FL 33602  
(813) 225-3020  
Telecopy (813) 225-3039

First Florida Bank Tower  
215 South Monroe Street  
Tallahassee, Florida 32301  
(904) 631-6810  
Telecopy (904) 631-6782

The Reflections Office Centre  
400 Australian Avenue South  
West Palm Beach, Florida 33401  
(561) 632-3300  
Telecopy (561) 635-1109

360 North Orange Avenue  
Orlando, Florida 32801  
(407) 830-4200  
Telecopy (407) 425-8377

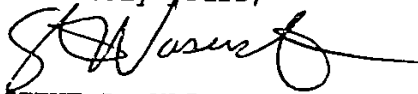
900 East Ocean Blvd.  
Suite 126  
Stuart, Florida 34904  
(561) 293-3000  
Telecopy (407) 561-0622

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Secretary of State  
December 24, 1996  
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If you have any questions, please do not hesitate to contact us.

Sincerely yours,

A handwritten signature in dark ink, appearing to read "Steve L. Wasserstein", written over the typed name.

STEVE L. WASERSTEIN  
For the Firm

SLW/jp

Encls.

cc: Billie Remsa (with enclosures)

**BROAD and CASSEL**

BROWARD ORTHOPAEDIC SPECIALISTS, INC.

ARTICLES OF AMENDMENT

TO THE

ARTICLES OF INCORPORATION

1. Article I of the Articles of Incorporation of Broward Orthopaedic Specialists, Inc. ("Corporation"), is hereby deleted in its entirety and replaced with the following:

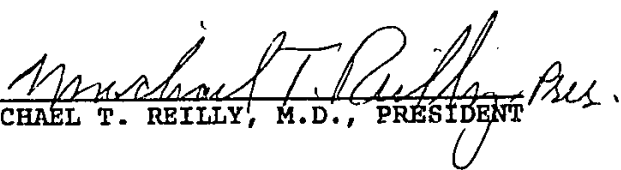
ARTICLE I

The name of this Corporation shall be Red and Blue Medical, Inc.

2. There is only one class of stock, common stock, issued and outstanding, and all owners of such stock are entitled to vote. The foregoing Amendment was adopted by shareholders representing 100% of the total issued and outstanding stock of this Corporation entitled to vote on the 21st day of August, 1996. The number of shares voting in favor of the foregoing amendment was sufficient for approval.

3. All Broward Orthopaedic Specialists, Inc., stock certificates will be canceled and exchanged with Red and Blue Medical, Inc., stock certificates.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment to the Articles of Incorporation on this 21st day of August, 1996.

  
MICHAEL T. REILLY, M.D., PRESIDENT

FILED  
96 DEC 27 PM 1:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA