

Division of Corporations

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P95000020418

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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BASIC AMENDMENT

ORTHOPEDIC DESIGNS, INC.

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DIVISION OF CORPORATIONS

Certificate of Status	1
Certified Copy	0
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Amendment

DC

9/11/01

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 10, 2001

ORTHOPEDIC DESIGNS, INC.
P. O. BOX 7778
ST PETERSBURG, FL 33734US

SUBJECT: ORTHOPEDIC DESIGNS, INC.
REF: P95000020418

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

PLEASE ADD THE COMMA TO THE CORPORATE NAME IN #1.

Please return 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) 245-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H01000097614
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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ORTHOPEDIC DESIGNS, INC.**

FILED
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DIVISION OF CORPORATIONS
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1. Name

The name of this Florida corporation is ORTHOPEDIC DESIGNS, INC. (the "Corporation").

2. Amendment

Article IV of the Articles of Incorporation of the Corporation is amended to read:

**Article IV
Capital Stock**

The aggregate number of shares which the Corporation shall have authority to issue is 20,000,000 shares of common stock, par value \$0.00005 per share, designated as "Common Stock."

Upon the filing with the Department of State of the State of Florida of these Articles of Amendment to the Articles of Incorporation to cause Article IV to read as set forth herein (the "Effective Date"), each issued and outstanding share of Common Stock, \$0.00005 par value, shall thereby and thereupon, automatically and without further action on the part of the holders thereof, be reclassified, changed and converted into 0.727028046077285 validly issued, fully paid and non-assessable shares of Common Stock, \$0.00005 par value, thereby effecting a combination on the Effective Date of the then issued and outstanding Common Stock on a 1-for-1.375462756 basis (the "Reverse Stock Split").

Each certificate which immediately prior to the Effective Date represented shares of Common Stock, \$0.00005 par value (the "Old Certificates"), shall, from and after the Effective date, without the requirement for any further action by the Corporation or the holders thereof, represent 0.727028046077285 shares of Common Stock, \$0.00005 par value, provided that the Corporation shall thereafter issue new certificates representing such appropriate number of shares of Common Stock (the "New Certificates") upon surrender of the Old Certificates by the holders thereof; provided, however, that the Corporation shall not issue fractional shares resulting from the Reverse Stock Split, but shall instead pay the fair value of each such fraction in cash at the rate of \$3.20 per share.

All options or warrants to purchase the Corporation's Common Stock outstanding immediately prior to the Reverse Stock Split shall similarly be adjusted to take into account the Reverse Stock Split without any further action by the holders thereof, the Corporation or its shareholders.

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After giving effect to Reverse Stock Split, all other designations, powers, preferences and relative participating, optional or other special rights and the qualifications, limitations and restrictions thereof in respect of the Common Stock shall remain as in effect immediately prior to this amendment. The Reverse Stock Split shall not affect the par value or the number of authorized shares of Common Stock.

3. Shareholder Approval

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment on August 20, 2001.

IN WITNESS WHEREOF, the undersigned Chairman of the Board of the Corporation has executed these Articles of Amendment this 20th day of August, 2001.

ORTHOPEDIC DESIGNS, INC.

By: 
Dale G. Bramlet, M.D., Chairman