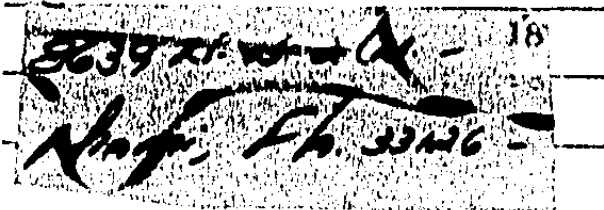


095000041401



STATE OF NEW YORK
DEPARTMENT OF TAXATION AND FINANCE
DIVISION OF CORPORATIONS

OFFICE USE ONLY

EFFECTIVE DATE
5-18-78

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

NH
5/25

Examiner's Initials

ARTICLES OF INCORPORATION FOR
CUSTOM ORTHOTICS AND PROSTHETICS OF AMERICA, INC.

The undersigned does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

EFFECTIVE DATE
5-18-95

I

NAME OF THE CORPORATION

The name of the Corporation shall be Custom Orthotics and Prosthetics of America, Inc., whose address is 8639 N.W. 2 Ln. Miami, Fla. 33126.

II

COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist thereafter perpetually until dissolved by law.

III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

IV

CAPITAL STOCK

The Corporation is authorized to issue 1000 share of stock, all of one class, at \$1.00 per share par value.

V

REGISTERED AGENT

The address of this Corporation's initial registered office is 8639 N.W. 2 LN., Miami, Fla. 33126, and registered agent is Michael Palma.

VI

INCORPORATOR

The name and address of the Incorporators are as follows:

Michael Palma
8639 N.W. 2 LN.
Miami, Fla. 33126

VII

BOARD OF DIRECTORS

All the corporate powers shall be exercised by and under the authority of, and the business affairs of the Corporation shall be managed under the direction of, the Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws of the Corporation but shall never be less than one. The names and address of the initial Directors of this Corporation is:

Michael Palma
8639 N.W. 2 LN.
Miami, Fl. 33126

VIII

INFORMAL SHAREHOLDER ACTION

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

IX

INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X

INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI

BY-LAW AMENDMENT

The power to adopt, alter, amend or repeal the By-Laws of this Corporation shall be vested in the Board of Directors and Shareholders, but the Board of Directors may not alter, amend, or repeal any of the By-Laws adopted by the Shareholders, if the Shareholders provide that the By-Laws shall not be altered, amended, or repealed by the Board of Directors.

XII

AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the Shareholders or any special meeting of the Shareholders called for that purpose.

IN WITNESS WHEREOF, the undersigned Incorporator has executed
these Articles of Incorporation in the State of Florida this

18

of

May, 1995.

Michael Palma

Michael Palma, Registered Agent

STATE OF FLORIDA
SS:
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally
appeared Michael Palma, who is to me well known to be the
person described in and who executed the foregoing Articles
of Incorporation as the Incorporator, and he acknowledge to
and before me that he executed the same for the uses and
purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
at Miami in the said County and State this 18 day of
MAY, 1995.

NOTARY PUBLIC
State of Florida at Large,

My commission expires:



ACCEPTANCE BY REGISTERED AGENT
OF
CUSTOM ORTHOTICS AND PROSTHETICS OF AMERICA, INC.

I, Michael Palma as the registered agent of CUSTOM ORTHOTICS AND PROSTHETICS OF AMERICA, INC., a Florida Corporation, hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

REGISTERED AGENT:

MICHAEL PALMA

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared MICHAEL PALMA to me well known to be the person described in and who executed the foregoing Acceptance by Registered Agent, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the County and State, this 18 day of MAY, 1995.

NOTARY PUBLIC

State of Florida at Large.

My commission expires:

