

P95000060745
LAW OFFICES OF
POTTER, McCLELLAND, MARKS & HEALY, P. A.

WILLIAM C. POTTER
CLIFTON A. McCLELLAND, JR.
DOUGLAS D. MARKS
PATRICK F. HEALY
TIMOTHY M. WILLIAMS

HA A. JONES
COUNSEL

REPLY TO: MELBOURNE

FIRST UNION BANK BUILDING, SUITE 400
700 SOUTH BANCROFT STREET
POST OFFICE BOX 2520
MELBOURNE, FLORIDA 32902-2520
(407) 984-8700
FAX: (407) 720-4092
200 BREVARD AVENUE
COCOA, FLORIDA 32922
(407) 634-8011

July 20, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

100001544431
-07/24/95--01094--009
*****70.00 *****70.00

Re: FLORIDA ORTHOPEDICS, INC.

Gentlemen:

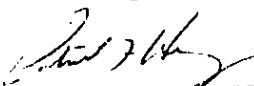
Enclosed are an original and one copy of the Articles of Incorporation of the subject corporation. Please file the original and return a copy to the undersigned.

We have also enclosed a Certificate designating the registered agent and a check in payment of the following costs:

Filing Fee, Articles of Incorporation	\$35.00
Filing Fee, Registered Agent Designation	\$35.00
Total	<u>\$70.00</u>

Thank you for your assistance in this matter.

Sincerely,


PATRICK F. HEALY

PFH:cm
Enclosures

789,502,111
9/45-15129

RECEIVED
AUG - 7 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 27, 1995

PATRICK F. HEALY, ESQ.
POST OFFICE BOX 2523
MELBOURNE, FL 32902-2523

SUBJECT: FLORIDA ORTHOPEDICS, INC.
Ref. Number: W95000015129

We have received your document for FLORIDA ORTHOPEDICS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6972.

Doris Brown
Document Specialist

Letter Number: 795A00035720

LAW OFFICES OF
POTTER, McCLELLAND, MARKS & HEALY, P.A.

WILLIAM C. POTTER
CLIFTON A. McCLELLAND, JR.
DOUGLAS D. MARKS
PATRICK F. HEALY
TIMOTHY M. WILLIAMS

HARRY A. JONES
OF COUNSEL

REPLY TO: MELBOURNE

FIRST UNION BANK BUILDING, SUITE 400
700 SOUTH HANCOCK STREET
POST OFFICE BOX 2600
MELBOURNE, FLORIDA 32902-2600
(407) 984-2700
FAX: (407) 720-4092
300 BREVARD AVENUE
COCOA, FLORIDA 32922
(407) 804-8011

August 4, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Re: EAST COAST ORTHOPEDICS, INC.

Gentlemen:

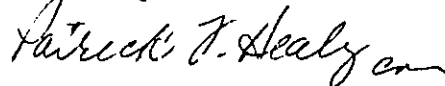
Enclosed are an original and one copy of the Articles of Incorporation of the subject corporation. Please file the original and return a copy to the undersigned.

We have also enclosed a Certificate designating the registered agent and a check in payment of the following costs:

Our check to cover the filing fees was submitted with our prior application.

Thank you for your assistance in this matter.

Sincerely,



PATRICK F. HEALY

PFH:cm
Enclosures

ARTICLES OF INCORPORATION
OF
EAST COAST ORTHOPEDICS, INC.

FILED
SEAL-7 PM 3:42
JAN 10 1962
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is **EAST COAST ORTHOPEDICS, INC.**

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing at the time of filing these articles with the Secretary of State of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of conducting and transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of stock, all of which shall be designated "Common Shares". There shall be no other classes of stock. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have a right to vote.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the

election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 700 S. Babcock St., Suite 400, P.O. Box 2523, Melbourne, FL 32902-2523; and the name of the initial registered agent of this corporation at that address is: Patrick F. Healy.

ARTICLE VIII - MAILING ADDRESS

The principal office address is 2979 South A1A, #222, Melbourne Beach, FL 32951; and the mailing address is the same.

ARTICLE IX - INCORPORATOR

The name and address of the incorporators of the corporation are:

R. Chris Bentley

2979 South A1A #222
Melbourne Beach, FL 32951

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors.

ARTICLE XII - SHAREHOLDER QUORUM AND VOTING

Fifty-One percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII - INDEMNIFICATION

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

ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions

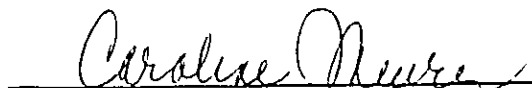
contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 4th day of August, 1995.


R. CHRIS BENTLEY

STATE OF FLORIDA)
) SS:
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me this 4th day of August, 1995, by R. CHRIS BENTLEY who is personally known to me or who produced a Florida Drivers License as identification and who did (☒) did not () take an oath.


Notary Public
Printed Name:
My Commission Expires:
My Commission Number:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT
OF
EAST COAST ORTHOPEDICS, INC.

I understand the duties of and hereby accept appointment as the registered agent of EAST COAST ORTHOPEDICS, INC. at the initial registered office of the Corporation at 700 S. Babcock St., Suite 400, P.O. Box 2523, Melbourne, FL 32902-2523.

Dated this 4th day of August, 1995.



PATRICK F. HEALY

7/28/95 11:30 AM
7/28/95 11:30 AM

P 95000060745

POTTER, McCLELLAND, MARKS & HEALY, P. A.

WILLIAM C. POTTER
CLIFTON A. McCLELLAND, JR.
DOUGLAS D. MARKS
PATRICK F. HEALY
TIMOTHY M. WILLIAMS

HARRY A. JONES
OF COUNSEL

FIRST UNION BANK BUILDING, SUITE 400
700 SOUTH HARBOUR STREET
POST OFFICE BOX 2520
MELBOURNE, FLORIDA 32902-2520
(407) 964-2700
FAX: (407) 723-4000

February 25, 1997

Division of Corporations
Amendment Section
P. O. Box 6327
Tallahassee, Florida 32314

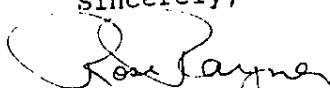
300002100773--4
-02/28/97-01032--002
*****35.00 *****35.00

Re: Articles of Amendment -
East Coast Orthopedics, Inc.

Dear Sir/Madam:

Enclosed is an original and one copy of Articles of Amendment for the above-referenced corporation and a check for the filing fee in the amount of \$35.00. Please return the copy with the filing certificate to the undersigned in the enclosed envelope.

Sincerely,



Rose K. Rayner
Legal Assistant to
Patrick F. Healy, Esq.

/rr
Enclosures

SECSTATE LET

97FEB28 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NC
7/16
3/3

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EAST COAST ORTHOPEDICS, INC.

97 FEB 28 AM 8:38
RECEIVED
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its Articles of Incorporation.

FIRST: Amendment adopted:

ARTICLE I is amended to read as follows:

The name of the corporation is EAST COAST ORTHOTICS, INC.

SECOND: The date of the amendment adopted is February 19, 1997.

THIRD: The amendment was approved by the shareholders. The number of votes cast for the amendments was sufficient for approval.

SIGNED this 21st day of February, 1997.

R. Chris Bentley
R. CHRIS BENTLEY
Chairman of the Board of Directors