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Law Office of  
LARRY E. CIESLA, P.A.

Real Estate  
Commercial Law  
Wills, Estates & Guardianships

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January 5, 1996

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Orthotics & Prosthetics Rehabilitation Associates, Inc.

Dear Sir or Madam:

In connection with the above corporation, I am enclosing herewith the following:

1. Original executed Articles of Incorporation
2. Copy of Articles of Incorporation
3. Check in the amount of \$70.00 to cover the filing fee and designation of resident agent fee.

Please file the original Articles of Incorporation, date and time stamp the copy and return the copy to me at your earliest convenience.

Please let me know if anything further will be required.

Very truly yours,

LARRY E. CIESLA, P.A.

By: LARRY E. CIESLA

*Larry E. Ciesla*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LEC:mp

Enclosures

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**ORTHOTICS & PROSTHETICS REHABILITATION ASSOCIATES, INC.**

I, the undersigned, hereby execute the following for the purpose of forming a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

**ARTICLE I - NAME AND ADDRESS**

The name of this corporation shall be ORTHOTICS & PROSTHETICS REHABILITATION ASSOCIATES, INC., and the principal place of business shall be 2712 S.W. 132nd Terrace, Archer, County of Alachua, State of Florida.

**ARTICLE II - DURATION OF EXISTENCE**

This corporation shall have perpetual existence unless sooner dissolved according to law. This corporation shall begin business on the day of filing of these Articles of Incorporation.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of measuring, fitting, manufacturing and selling orthopedic appliances, together with all related matters necessary or incidental thereto.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock outstanding at any time shall be 100, with par value of \$1.00 per share, all of one class,

common, participating voting stock.

**ARTICLE V - PREEMPTIVE RIGHTS**

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

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 204 West University Avenue, Suite 4, Gainesville, Florida 32601, and the name of the initial registered agent of this corporation is LARRY E. CIESLA.

**ARTICLE VII - ELECTION OF DIRECTORS**

The manner of election of the directors shall be as stated in the bylaws of the corporation.

**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as an Incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Larry E. Ciesla	204-4 West University Avenue Gainesville, Florida 32601

IN WITNESS WHEREOF, the undersigned has subscribed his name

this 9<sup>th</sup> day of January, 1996.

Signed, sealed and delivered  
in our presence as witnesses:

Melissa Ann Pensis

Emily J. Piazza

Larry E. Ciesla (SEAL)  
LARRY E. CIESLA

STATE OF FLORIDA )

COUNTY OF ALACHUA )

I HEREBY CERTIFY that on this 9th day of Jan.,  
1996, personally appeared before me, the undersigned authority,  
LARRY E. CIESLA, to me known to be the individual described in and  
who executed the foregoing Articles of Incorporation, and who  
acknowledged before me that he executed the same as his free and  
voluntary act and deed for the uses and purposes therein set forth  
and expressed.

WITNESS my hand and official seal in the County and State  
named above on the day and year written above.

Melissa Ann Pensis  
Notary Public  
State of Florida at Large  
My Commission Expires:



**CERTIFICATE DESIGNATING CHANGE OF PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Statute:

First, That ORTHOTICS & PROSTHETICS REHABILITATION ASSOCIATES, INC., qualified to do business under the laws of the State of Florida, with its principal office at 2712 S.W. 132nd Terrace, Gainesville, County of Alachua, State of Florida, has appointed LARRY E. CIESLA, 204 West University Avenue, Suite 4, Gainesville, County of Alachua, State of Florida 32601, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at a place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Statute relative to keeping open said office.

By: Larry E. Ciesla  
LARRY E. CIESLA  
Resident Agent

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TALLAHASSEE, FLORIDA

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