

02/20/96 09:10 CHERRY & SPENCER SOS-CU 0.031 001/006  
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2/20/96 FLORIDA DIVISION OF CORPORATIONS 8:52 AM  
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((H96000002383)) ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: CHERRY & SPENCER, P.A.  
DEPARTMENT OF STATE 1665 PALM BEACH LAKES BLVD.  
STATE OF FLORIDA  
409 EAST GAINES STREET W. PALM BEACH FL 33401-0000  
TALLAHASSEE, FL 32399 CONTACT: JULIE N KRAUSS  
FAX: (904) 922-4000 PHONE: (407) 471-7767  
FAX: (407) 471-7974

((H96000002383)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: CENTER FOR SPINE SURGERY OF THE PALM BEACHES, INC.  
FAX AUDIT NUMBER: H96000002383 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 02/20/1996 TIME REQUESTED: 08:52:05  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072100000272

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ARTICLES OF INCORPORATION  
OF  
CENTER FOR SPINE SURGERY OF THE PALM BEACHES, INC.

ARTICLE I

Name

The name of the corporation is CENTER FOR SPINE SURGERY OF THE PALM BEACHES, INC., and its principal business address 458 State Road 7, Suite 304, Royal Palm Beach, FL 33411.

ARTICLE II

Duration

This corporation shall have perpetual existence.

ARTICLE III

Purpose

This corporation is organized for the transaction of any and all lawful business as allowed under the laws of the State of Florida with respect to corporations, as those laws now exist or as they may hereafter provide.

THIS DOCUMENT WAS PREPARED BY  
Richard G. Cherry, Esq.  
CHERRY & SPENCER, P.A.  
1665 Palm Beach Lakes Boulevard  
Suite 600  
West Palm Beach, Florida 33401  
(407) 471-7767  
(407) 471-7974 (Facsimile)  
Florida Bar No.: 303860

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ARTICLE IV

Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1665 Palm Beach Lakes Blvd., Suite 600, West Palm Beach, Florida and the name of the initial registered agent of this corporation at the address is Richard G. Cherry.

ARTICLE VI

Incorporators

The name and address of the person signing these articles is:

Richard G. Cherry	1665 Palm Beach Lakes Boulevard
	Suite 600
	West Palm Beach, Florida 33401

ARTICLE VII

Directors

The name and address of the initial directors of this corporation are:

Harvey Montijo, M.D.	4915 S. Congress Avenue
	Suite A
	Lake Worth, FL 33461
Garvin Yee, M.D.	458 State Road 7
	Suite 304
	Royal Palm Beach, FL 33411

FAN: H96000002383

Mark Waeltz, M.D.

458 State Road 7  
Suite 304  
Royal Palm Beach, FL 33411

#### ARTICLE VIII

##### Powers

This corporation shall have all of the corporate powers enumerated in Florida Statutes Section 607.0302.

#### ARTICLE IX

##### Indemnification

This corporation shall, to the fullest extent permitted by the provisions of Florida Statutes Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provision from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

FAN: H96000002383

ARTICLE X

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 shareholder(s) is subject to this reservation.

ARTICLE XI

Bylaws

The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XII

Beginning of Corporate Existence

Corporate existence shall begin upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of February, 1996.

Richard G. Cherry  
Richard G. Cherry

FAN: H96000002383

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

Richard G. Cherry  
Richard G. Cherry

DATE:

February 19, 1996

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96 FEB 20 AM 10:43  
SOUTH FLORIDA  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
CENTER FOR SPINE SURGERY OF THE PALM BEACHES, INC.

Page -5-

FAN: H96000002383

02/22/96

CHERRY &amp; SPENCER, P.A.

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W. PALM BEACH FL 33401-0000

CONTACT: JULIE N KRAUSS

PHONE: (407) 471-7767

FAX: (407) 471-7974

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DOCUMENT TYPE: BASIC AMENDMENT

NAME: CENTER FOR SPINE SURGERY OF THE PALM BEACHES, INC.

FAX AUDIT NUMBER: H96000002570

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/22/1996

TIME REQUESTED: 13:50:22

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 1

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$87.50

ACCOUNT NUMBER: 072100000272

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ARTICLES OF CORRECTION

TO THE ARTICLES OF INCORPORATION OF  
CENTER FOR SPINE SURGERY OF THE PALM BEACHES, INC.

1. The Articles of Incorporation of the CENTER FOR SPINE SURGERY OF PALM BEACHES, INC., Florida corporation were filed in Tallahassee on February 20 under File No. P96000015582.

FAN:H96000002570

**ARTICLES OF CORRECTION  
TO THE ARTICLES OF INCORPORATION OF  
CENTER FOR SPINE SURGERY OF THE PALM BEACHES, INC.**

1. The Articles of Incorporation of the CENTER FOR SPINE SURGERY OF THE PALM BEACHES, INC., Florida corporation were filed in Tallahassee on February 20, 1996 under File No. P96000015582.

2. The corporation was organized for the practice of medicine and as such should be governed under the provisions of Chapter 621, F.S. Accordingly, the following corrections are made to the Articles of Incorporation:

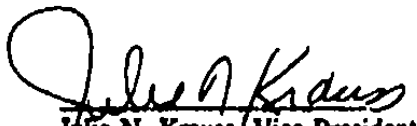
a. The name of the Corporation is corrected to be CENTER FOR SPINE SURGERY OF THE PALM BEACHES, P.A.

b. The purpose of the Corporation is corrected to read as follows:

"The general nature of the business to be transacted by the corporation shall be and is to engage in the practice of medicine. The professional services involved in the corporation's practice of medicine may be rendered only through its officers, agents and employees who are duly authorized and licensed to practice medicine in the State of Florida.

The corporation shall not engage in any other business other than the practice of medicine. However, the corporation may invest its funds in real estate, mortgages, stocks, bonds and other types of investments, and may own real estate and personal property necessary for the rendering of the professional services authorized hereby."

IN WITNESS WHEREOF the undersigned has hereunto set her hand and seal this 21st day of February, 1996.

  
Julie N. Krauss, Vice President

**THIS DOCUMENT WAS PREPARED BY**

Richard G. Cherry, Esq.  
CHERRY & SPENCER, P.A.  
1665 Palm Beach Lakes Boulevard  
Suite 600  
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(407) 471-7767  
(407) 471-7974 (Facsimile)  
Florida Bar No.: 303860

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TALLAHASSEE, FLA.