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FOGLE & FOGLE, P. A.
ATTORNEYS AT LAW

J. DANA FOGLE
INCORPORATION & BUSINESS LAW
REAL PROPERTY LAW
REGISTERED GENERAL PRACTICE

ALICE M. FOGLE
MARITAL & FAMILY LAW

April 25, 1996

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DELAND, FLORIDA 32791-0817

(004) 704-4915
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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-04/29/96--01113--001
****122.50 ****122.50

Re: Incorporation of Quality Brace And Limb,
Inc.,

Dear Sir:

Enclosed herewith is an original and one copy of the proposed Articles of Incorporation and Designation of Registered Agent for Quality Brace And Limb, Inc.

Also enclosed is my check in the amount of \$122.50 representing the following:

Filing Fee	\$35.00
Registered Agent Certificate	52.50
Certified copy of Charter and of Registered Agent Certificate	35.00

Thank you very much for your assistance.

Sincerely,

J. Dana Fogle
J. Dana Fogle

JDF/js
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 29 PM 2:08

95/6/96

EFFECTIVE DATE

5/1/94

ARTICLES OF INCORPORATION

OF

QUALITY BRACE AND LIMB, INC.

FILED
CLERK OF STATE
CORPORATIONS

96 APR 20 PM 2:08

I, JAMES C. HOWARTH, being of legal age do hereby authorize the formation of a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be QUALITY BRACE AND LIMB, INC.

ARTICLE II.

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III.

GENERAL NATURE OF BUSINESS

The general nature of business to be transacted by this corporation is the sale of braces and artificial limbs, and to engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV.

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100 shares fully paid, \$1.00 par value common stock. Common stock of the corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

Page 2.

ARTICLE V.

INITIAL DIRECTORS

The business of the corporation shall be managed by the Stockholders rather than by the Board of Directors of this corporation.

ARTICLE VI.

STREET AND MAILING ADDRESS OF INITIAL REGISTERED
OFFICE AND NAME OF INITIAL REGISTERED AGENT

The initial street and mailing address of the principal place of business of said corporation is 2607 S. Woodland Blvd., #308, DeLand, Florida 32724. The initial resident agent is JAMES C. HOWARTH, 2202 Flamingo Ave., Deltona, Florida 32738.

ARTICLE VII

SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is: JAMES C. HOWARTH, 2202 Flamingo Ave., Deltona, Florida 32738.

ARTICLE VIII.

COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on May 1, 1996.

IN WITNESS WHEREOF, I, JAMES C. HOWARTH, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand

Page 3.

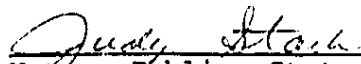
and seal this 25 day of April, 1996.


JAMES C. HOWARTH

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared JAMES C. HOWARTH, to me well known to be the person who executed the foregoing Certificate of Incorporation and he acknowledged before me that he executed same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 25 day of April, 1996.


Notary Public, State of Florida
My commission expires:



JUDY STARK
MY COMMISSION # CC338110 EXPIRES:
January 24, 1998
BONDED THRU TRISTY FAIR INSURANCE, INC.

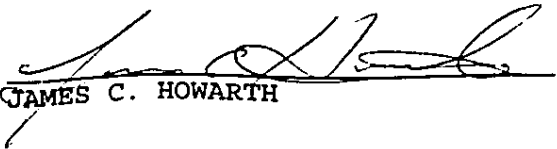
CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

FIRST: That Quality Brace And Limb, Inc., desiring to orga-
nize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation, at the City
of DeLand, County of Volusia, State of Florida, has named JAMES C.
HOWARTH, located at 2202 Flamingo Ave., Deltona, Florida 32738, 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 the place designated in this Certificate, I
hereby accept to act in this capacity, and agree to comply with
the provisions of said Act relative to keeping open said office.


JAMES C. HOWARTH

FILED
CLERK OF STATE
OFFICE OF REGISTRARS
55 APR 29 PM 2:03