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NAME: ADVANCED ORTHOPAEDICS AND SPORTS MEDICINE, I
AUDIT NUMBER.....H96000016535

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....2

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ARTICLES OF INCORPORATION**OF****ADVANCED ORTHOPAEDICS AND SPORTS MEDICINE, INC.**

The undersigned incorporator, hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of this corporation shall be **ADVANCED ORTHOPAEDICS AND SPORTS MEDICINE, INC.** The Principal office and mailing address of the corporation shall be 4701 Manatee Avenue West, Bradenton, Florida 34209.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted and carried on by the corporation is to engage in any lawful act and activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The total authorized capital stock of the corporation shall be 1000 shares of common stock having a nominal or par value of 10/100 Dollars (\$0.10) per share.

ARTICLE IV. TERMS OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation shall be 1023 Manatee Avenue West, Bradenton, Florida 34205, and the initial registered agent will be William S. Galvano. The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida and/or select a new registered agent.

ARTICLE VI. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is William S. Galvano, whose address is 1023 Manatee Avenue West, Bradenton, Florida 34205.

William S. Galvano, Esq., FBN 966487
Grimes Goebel Grimes Hawkins & Gladfelter, P.A.
P.O. Box 1550, Bradenton, FL 34206
Telephone: (941) 748-0151; Fax: (941) 748-0158

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ARTICLE VII. BOARD OF DIRECTORS

This corporation shall have two (2) director(s) initially. The number of Directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. INITIAL DIRECTORS

The names of the initial Directors of this corporation and their street addresses are:

<u>Name</u>	<u>Address</u>
Owen M. McCarthy, M.D.	6118 Riverview Boulevard Bradenton, Florida 34209
Dorothia E. McCarthy	6118 Riverview Boulevard Bradenton, Florida 34209

ARTICLE IX. OFFICERS

The executive officers of this corporation shall be a President, a Vice President, a Secretary, and a Treasurer. Any person may hold two or more offices. The corporation may also have such other officers and agents as may be deemed necessary and all such officers and agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the by-laws or determined by resolution of the Board of Directors not inconsistent with the by-laws.

ARTICLE X. AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein upon stockholders, directors and officers are subject to this reserve power.

ARTICLE X. PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase its 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 XI. AFFILIATED TRANSACTIONS

The corporation elects not to be governed by the provisions of Section 607.0901, *Florida Statutes* (1993), regarding affiliated transactions.

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IN WITNESS WHEREOF, I, the undersigned Incorporator, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do make, subscribe and acknowledge this certificate and I have hereunto duly executed the foregoing Articles of Incorporation to be filed in the office of the Secretary of State of Florida, for the purposes therein set forth.



WILLIAM S. GALVANO

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared WILLIAM S. GALVANO, known to me and known to be the person making, subscribing and acknowledging the foregoing Articles of Incorporation to be his free act and deed for the purposes and uses therein set forth. He is personally known to me ~~or produced~~ as identification and did ☒ did not ☐ take an oath.

SWORN TO AND SUBSCRIBED before me this the 22ND day of November, 1996.



CAROL E DIMON
My Commission CC443888
Expires Mar. 10, 1999
Bonded by AHS
800-882-8878


Signature of Notary Public

CAROL E. DIMON
Printed Name of Notary Public

Serial / Commission Number
My Commission Expires:

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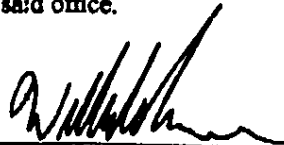
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITH THIS STATE, NAMED AGENT
UPON WHOM PROCESS MAY BE SERVED**

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

ADVANCED ORTHOPAEDICS AND SPORTS MEDICINE, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 4701 Manatee Avenue West, Bradenton, Florida 34209, with WILLIAM S. GALVANO 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 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.



WILLIAM S. GALVANO
Registered Agent

DATED this the 22ND day of November, 1996.

FILED
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CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

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