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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 215919 81034A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 122.50

ORDER DATE : January 9, 1997

ORDER TIME : 9:56 AM

ORDER NO. : 215919-005

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CUSTOMER NO: 81034A

CUSTOMER: Michael W. Mead, Esq
MICHAEL WM. MEAD, ESQ

P. O. Drawer 1329

Fort Walton Bea, FL 32549-1329

SECRET
TALLAHASSEE, FLORIDA

97 JAN -9 PM 2:38

FILED

DOMESTIC FILING

NAME: DESTIN ORTHOPEDIC CENTER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

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JAN -9 PM 10:40
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DESTIN ORTHOPEDIC CENTER, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I.
Name

The name of this corporation is: DESTIN ORTHOPEDIC CENTER, INC.

ARTICLE II.
Nature of Business

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

ARTICLE III.
Term of Existence

The term of existence of the corporation shall be perpetual.

ARTICLE IV.
Capital Stock

The maximum number of shares that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES having a nominal or par value of \$1.00 per share.

ARTICLE V.
Address

The principal place of business of this corporation shall be 996 Airport Road, Destin Medical Arts Building, Suite F102, Destin, Florida 32541; however, the business shall also be

conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

ARTICLE VI.
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved at a stockholder's meeting by the majority of the stockholders entitled to vote thereon.

ARTICLE VII.
Management of Corporation Affairs

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE VIII.
Officers

The names and addresses of the President, Secretary, and Treasurer are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Douglas D. Porter	996 Airport Road Destin Medical Arts Bldg. Suite F102 Destin, FL 32541	President, Secretary, & Treasurer

ARTICLE IX.
Subscribers

The names and addresses of the subscribers of these Articles of Incorporation and the number of shares they agree to take are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Douglas D. Porter	996 Airport Road Destin Medical Arts Bldg. Suite F102 Destin, FL 32541	100

ARTICLE X.
Registered Agent

The Registered Agent of the corporation shall be DOUGLAS D. PORTER, and the street address of the office, place of business or location for the service of process within this State shall be: 996 Airport Road, Destin Medical Arts Building, Suite F102, Destin, Okaloosa County, Florida 32541

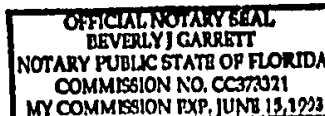
IN WITNESS WHEREOF, the undersigned have hereunto executed these presents this 8th day of January, 1997.

Douglas D. Porter
DOUGLAS D. PORTER

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 8th day of January, 1997, by DOUGLAS D. PORTER, who is personally known to me.

Beverly J. Garrett
Notary Public
My Commission Expires: _____



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STATE OF FLORIDA
DEPARTMENT OF STATE

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

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

FIRST:

DESTIN ORTHOPEDIC CENTER, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 996 Airport Road, Destin Medical Arts Building, Suite F102, Destin, Okaloosa County, Florida 32541, has named DOUGLAS D. PORTER, located at 996 Airport Road, Destin Medical Arts Building, Suite F102, Destin, Florida 32541, Okaloosa County, Florida 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.



DOUGLAS D. PORTER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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