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7 November, 1997

Kissimmee Office:

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Kissimmee, Florida 34744
Telephone (407) 944-4333
Fax (407) 944-4336

Reply To:

Winter Park Office

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Advanced orthopedic Systems, Inc.

800002342318--1
-11/10/97--01030--009
*****70.00 *****70.00

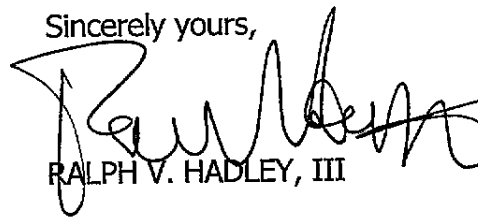
Dear Sir or Madam:

I enclose the following:

1. Executed original and 1-copy of Articles of incorporation including Acceptance of Registered Agent Designated in Articles; and
2. Our firm's check in the amount of \$70 in payment of:
 - a) Profit corporation filing fee \$ 35.00
 - b) Registered Agent designation 35.00

Please file the enclosed Articles and return a stamped copy to this office.

Sincerely yours,



RALPH V. HADLEY, III

97 NOV 10 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

RVH,III/ja

Encs.

97C 11-14-97

ARTICLES OF INCORPORATION
OF
ADVANCED ORTHOPEDIC SYSTEMS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: ADVANCED ORTHOPEDIC SYSTEMS, INC.

The address of the principal office of this corporation shall be 1844 West Fairbanks Avenue, Winter Park, Florida 32789, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1844 West Fairbanks Avenue, Winter Park, Florida 32789, and the name of the initial registered agent of the corporation at that address is Don DePaulis.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Don DePaulis
1844 West Fairbanks Avenue
Winter Park, Florida 32789

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Don DePaulis
1844 West Fairbanks Avenue
Winter Park, Florida 32789

IN WITNESS WHEREOF, the undersigned being the sole subscriber to these Articles of Incorporation, does hereby make and file the Articles of Incorporation, and certifies that the facts herein stated are true, and accordingly, has hereunto set hand and seal this 7th day of November, 1997.



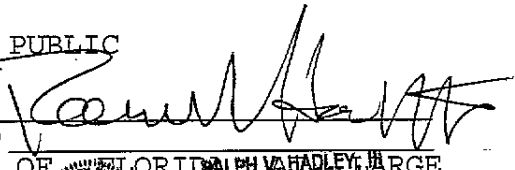
DON DePAULIS

STATE OF FLORIDA
COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 7 day of November,
1997, by DON DePAULIS, who is personally known to me.

NOTARY PUBLIC

(Sign)
(Print)

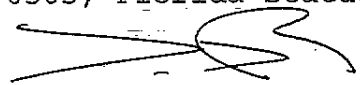


STATE OF FLORIDA RALPH V. HADLEY, JR.
MY COMMISSION # CC473524 EXPIRES
AUGUST 24, 1999
COMMISSION NO. _____
BONDED BY FRY FAIN INSURANCE, INC.

(SEAL)

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

DON DePAULIS, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under §607.0505, Florida Statutes.



DON DePAULIS

FILED
97 NOV 18 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA