

P98000014819



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 705954 4369500

AUTHORIZATION :

Patricia Pigut

COST LIMIT : \$ ~~78.75~~ 131.25

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 13 AM 8:34

ORDER DATE : February 13, 1998

ORDER TIME : 12:45 PM

ORDER NO. : 705954-015

CUSTOMER NO: 4369500

CUSTOMER: Judy Diamond, Legal Assistant  
MCDERMOTT, WILL & EMERY

201 South Biscayne Boulevard  
22nd Floor  
Miami, FL 33131-4335

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NAME: ATLANTIC SHORE ORTHOPAEDIC  
ASSOCIATES MANAGEMENT, INC.

EFFECTIVE DATE:

200002430652--2

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

2/16/98

**ARTICLES OF INCORPORATION**

**OF**

**ATLANTIC SHORE ORTHOPAEDIC ASSOCIATES MANAGEMENT, INC.**

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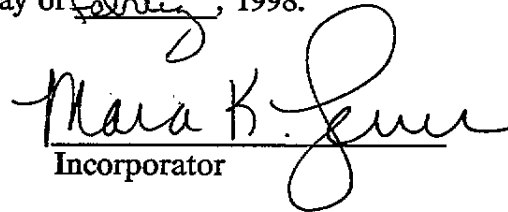
**THE UNDERSIGNED** incorporator, for purposes of forming a Florida corporation under the Florida Business Corporation Act (Florida Statutes, Chapter 607), hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the corporation is: Atlantic Shore Orthopaedic Associates Management, Inc. (the "Corporation").
- SECOND:** The principal office address and mailing address of the Corporation is: 2255 Glades Road, Suite 416A, Boca Raton, Florida 33431.
- THIRD:** The Corporation is authorized to issue 2,500 shares of common stock, no par value.
- FOURTH:** The street address of the initial registered office of the Corporation is: 2255 Glades Road, Suite 416A, Boca Raton, Florida 33431; and the registered agent at that address is David Peck.
- FIFTH:** The name and address of the incorporator of the Corporation is: Mara K. Lerner, Esq., McDermott, Will & Emery, 201 South Biscayne Boulevard, Suite 2200, Miami, Florida 33131.
- SIXTH:** The Corporation shall have two (2) directors initially and the number of directors may be increased or decreased from time to time as provided by the By-Laws but shall never be less than one (1).
- SEVENTH:** The names of the initial directors who shall hold office for the first year of existence of the Corporation or until their successors have been elected and qualified are:
- David Peck  
Darryl Johnson
- EIGHTH:** The Corporation, through its officers and employees, shall be authorized to perform any activity permissible by law.

**NINTH:** The Corporation is intended to be a corporation within the meaning of the Florida Business Corporation Act (the "Act"), and accordingly, the Corporation and its officers, directors and shareholders, shall be subject to all of the provisions of said Act.

**TENTH:** The corporate existence of the Corporation shall commence on the date of filing of these Articles with the Secretary of State of Florida.

**IN WITNESS WHEREOF,** the undersigned incorporator has executed these Articles of Incorporation, this 12 day of February, 1998.

  
Incorporator

**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT**

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I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

  
\_\_\_\_\_  
David Peck