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NAME: MIAMI ORTHOPEDIC INSTITUTE, INC.

AUDIT NUMBER.....H98000007017

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

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FLORIDA DEPARTMENT OF STATE  
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Secretary of State

April 15, 1998

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ARTICLE OF INCORPORATION  
OF  
MIAMI ORTHOPEDIC INSTITUTE, INC.

HA8000007017

The undersigned hereby execute(s) and acknowledges the Incorporation is order to organize and incorporate a business for profit.

**ARTICLE I - NAME**

The name of the corporation is Miami Orthopedic Institute, Inc. with its principal place of business located at 11760 Bird Road Suite #542, Miami, Fl 33175.

**ARTICLE II - PURPOSE**

The purpose of this corporation is to engage in any or all lawful business activity for which a corporation is permitted under the laws of the United States of America and of the State of Florida. MEDICAL DOCTOR.

**ARTICLE III - CAPITAL STOCK**

The total number of shares of capital stock which this corporation shall be authorized to issue is one hundred shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollars (\$1.00) per share.

**ARTICLE IV - CAPITALIZATION**

The amount of capital with which the Corporation will begin shall not be less that Five Hundred Dollars (\$500.00).

**ARTICLE V - DURATION**

The Corporation shall have perpetual existence, provided that all of the requirements of the law are met.

**ARTICLE VI - PRINCIPAL OFFICE**

The initial office of this corporation is 11760 Bird Road, Suite #542, Fl 33175.

**ARTICLE VII - SUBSCRIBER**

The name and addresses of each person signing these Article of Incorporation, as a subscriber is:

NAME	ADDRESS
Luis C. Suarez, M.D.	11760 Bird Road Suite #542 Miami, Fl 33175
&	

Jorge Cabrera, M.D.

Prepared by: Diego Cordova CPA  
8905 SW 8th Ave #201  
Miami Fl 33175 (305) 925-0131

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#### ARTICLE VIII - OFFICERS

The initial officers (s) of the corporation is (are):

Luis C. Suarez, M.D.

President

Jorge Cabrera, M.D.

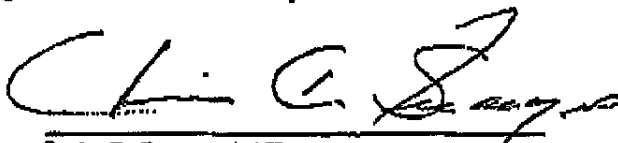
Treasurer / Secretary

#### ARTICLE IX - DISSOLUTION

This corporation may be dissolved at any time by unanimous written consent of the shareholders; or on the affirmative vote of the holders of at least fifty one percent of the outstanding shares of the Corporation entitled to vote thereon. On dissolution, the Corporation's property and assets shall, after payment of all shareholders prorate each shareholder to participate in the distribution in proportion to the number of shares held by him/her.

#### ARTICLE X - PREEMPTIVE RIGHTS

Every shareholder shall have a preemptive right to acquire unissued or treasure share of the corporation or its securities that are convertible into, or carry a right to subscribe to or acquire shares.

  
Luis C. Suarez, M.D.

  
Jorge Cabrera, M.D.

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STATE OF FLORIDA }  
COUNTY OF DADE } SS:

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Luis C. Suarez M.D. and Jorge Cabrera M.D. known to be the persons who executed the foregoing Articles of Incorporation, and he/she acknowledge before me that he/she executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 13 day of APRIL, 1998.



CARIDAD LEY TRIUNILLO  
MY COMMISSION # CC486870 EXPIRES  
August 2, 1998  
BONDED THROUGH FARM INSURANCE, INC.

*Caridad Ley Triunillo*  
Notary Public, State of Florida  
At Large

My commission expires:

#### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in this Articles, I hereby accept this appointment and agree to comply with the provisions of Florida Statutes 48.091 relative to keeping open said office.

*Jorge Cabrera M.D.*

Jorge Cabrera M.D.  
11760 Bird Road, Suite #542  
Miami, FL 33175

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