

LAW OFFICE
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JOSEPH M. BALOCCO
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FILED
98 AUG 24 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 19, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

98000074557

RE: NORTH BROWARD ORTHOPEDIC ASSOCIATES, INC.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation for the above proposed corporation.

If same meets with your approval I would ask that you endorse the copy, certify it and return in the self-addressed, stamped envelope provided.

Our check in the sum of \$122.50 is enclosed to cover the various filing fees.

Thank you very much for your continued courtesies and assistance.

Sincerely yours,

JOSEPH M. BALOCCO, P.A.

By: [Signature]
Thomas T. Coon, Jr., Esq.

Enclosures

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-08/24/98-01108-007
***122.50 ***122.50

Mr Coon
AUTHORIZATION BY PHONE TO
CORRECT Art VII
DATE 8/26
DOC EXAM SD

SD
8/26

ARTICLES OF INCORPORATION

ARTICLE I - NAME AND ADDRESS

The name of this corporation is: North Broward Orthopedic Associates, Inc. The principal address of the corporation is 300 S.E. 17th Street, Fort Lauderdale, FL 33316.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

The corporation may conduct any lawful business for which a corporation may exist under Chapter 607 of the Florida Statutes.

ARTICLE IV - STOCK

This corporation is authorized to issue 100 shares of NO par value common stock which shall be designated "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 1323 S.E. 3rd Avenue, Fort Lauderdale, FL 33316, and the name of the initial registered agent of this corporation at that address is: Joseph M. Balocco, Esq.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ~~five~~(5) Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The name(s) and address(es) of the initial Board of Directors of this Corporation is (are):

NAME:
Michael Atrahamas

Sein Lwin
Leroy A. Smith
Deepak Kapila
Richard D. Goldstein

ADDRESS:

300 S.E. 17th Street
Fort Lauderdale, FL 33316

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ARTICLE VIII - INCORPORATORS

NAME:

ADDRESS:

Sein Lwin

300 S.E. 17th Street
Fort Lauderdale, FL 33316

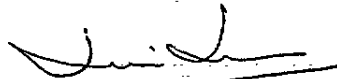
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19 day of August, 1998.



SUBSCRIBER

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared SEIN LWIN known to me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation or who produced valid Florida Driver Licenses as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 19 day of August, 1998.



NOTARY PUBLIC


My Commission Expires:



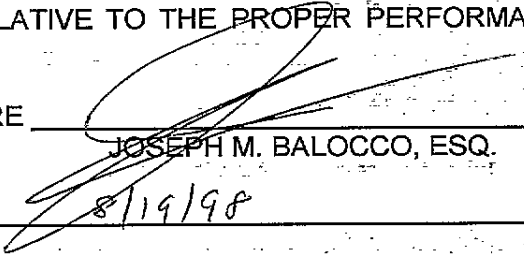
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST--THAT NORTH BROWARD ORTHOPEDIC ASSOCIATES, INC. DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT 300 S.E. 17TH STREET, CITY OF FORT
LAUDERDALE, STATE OF FLORIDA, 33316, HAS NAMED JOSEPH M. BALOCCO, ESQ.,
LOCATED AT 1323 S.E. 3RD AVENUE, CITY OF FORT LAUDERDALE, STATE OF FLORIDA,
33316, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE 
SEVIN LWIN
TITLE President
DATE 8/19/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE
TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY
DUTIES.

SIGNATURE 
JOSEPH M. BALOCCO, ESQ.
DATE 8/19/98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 AUG 24 PM 1:01

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