

P99000007482



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 111366 7132648

AUTHORIZATION :

Patricia Kyzar

COST LIMIT : \$ 78.75

ORDER DATE : January 25, 1999

ORDER TIME : 3:35 PM

ORDER NO. : 111366-005

CUSTOMER NO: 7132648

500002754355--7

CUSTOMER: William R. Black, Esq  
WILLIAM R. BLACK, P.A.  
WILLIAM R. BLACK, P.A.  
Suite 102  
2691 East Oakland Park Blvd.  
Fort Lauderdale, FL 33306

DOMESTIC FILING

NAME: ARTHO-MED, 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: Jeanine Reynolds

EXAMINER'S INITIALS:

RECEIVED  
99 JAN 25 PM 4:40  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
FALL AHA/SEC. D. GALT

J 1/26/99

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 25 PM 1:21

**ARTICLES OF INCORPORATION**  
**OF**  
**ARTHO-MED, INC.**

**ARTICLE I - NAME**

The name and address of this corporation is: **ARTHO-MED, INC., 2800 SW 4<sup>TH</sup> Avenue, #4, Ft. Lauderdale, FL 33315.**

**ARTICLE II - DURATION**

This corporation shall exist perpetually, commencing on the date of filing of these Articles.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue one thousand (1000) shares of one dollar (\$1.00) par value common stock.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata 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: **2691 E. Oakland Park Blvd., Suite 102, Ft. Lauderdale, Florida 33306** and the name of the initial registered agent of this corporation at that address is: **William R. Black, Esquire.**

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased (or decreased) from time to time by the By-Laws.

<u>NAME</u>	<u>ADDRESS</u>
John C. Fisher President and Secretary	2800 SW 4 <sup>th</sup> Avenue, #4 Ft. Lauderdale, FL 33315
Caesar Nieves V. President and Treasurer	2800 SW 4 <sup>th</sup> Avenue, #4 Ft. Lauderdale, FL 33315

#### **ARTICLE VIII - INCORPORATOR**

##### **NAME/ADDRESS**

John C. Fisher  
2800 SW 4<sup>th</sup> Avenue, #4  
Ft. Lauderdale, FL 33315

#### **ARTICLE IX - SUB-CHAPTER S AND CHAPTER 1244 PROVISIONS**

This corporation and each subscriber hereto shall take whatever action shall be necessary to cause the shares of the corporation issued to qualify as "Section 1244 stock" and, further, this corporation and each subscriber hereto shall take whatever action is necessary to cause the corporation to file an election to become a Subchapter S corporation, as such terms are used and defined in the Internal Revenue Code of 1952, as amended.

**ARTICLE X - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions 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 incorporator has executed these Articles of Incorporation this 21 day of January, 1999.

John Fisher  
Incorporator

STATE OF FLORIDA     )  
                                      )  
COUNTY OF BROWARD)

On this 21 day of January, 1999, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared John C. Fisher, [XX] to me personally known, [ ] who presented driver's license no. \_\_\_\_\_, or [ ] other identification, and who did take an oath, and acknowledged that he executed the foregoing Articles of Incorporation freely and voluntarily.



William R. Black  
MY COMMISSION # CC736277 EXPIRES  
August 24, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Stamp

William R. Black  
Notary Public

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 25 PM 1:21

**ACKNOWLEDGMENT BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of the Florida Corporation Act relative to keeping open said office.

William R. Black  
William R. Black, Esquire  
Registered Agent