

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED  
Jun 02 1997 8:00am  
Secretary of State

|                                                       |                                                                                   |                                                                                                           |
|-------------------------------------------------------|-----------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br><b>1997</b> |  | FLORIDA DEPARTMENT OF STATE<br><b>Sandra B. Mortham</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |
|-------------------------------------------------------|-----------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|

DOCUMENT # V09499  
1. Corporation Name

AMERICAN ORTHOPEDIC CARE, INC.

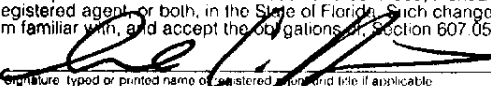
|                                                                                   |                                                                    |
|-----------------------------------------------------------------------------------|--------------------------------------------------------------------|
| Principal Place of Business<br>351 NW LeJeune Rd.<br>Suite 205<br>Miami, FL 33126 | Mailing Address<br>PO Box 143648<br>Coral Gables, FL<br>33114-3648 |
|-----------------------------------------------------------------------------------|--------------------------------------------------------------------|

|                                                    |                                           |
|----------------------------------------------------|-------------------------------------------|
| 3. Date Incorporated or Qualified<br>Jan. 28, 1992 | 3a. Date of Last Report<br>March 25, 1996 |
|----------------------------------------------------|-------------------------------------------|

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|---------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|---------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2. Principal Place of Business<br>21 351 NW LeJeune Rd.<br>Suite, Apt. #, etc.<br>22 205<br>City & State<br>23 Miami, FL<br>Zip<br>24 33126 | 2a. Mailing Address<br>26 PO Box 143648<br>Suite, Apt. #, etc.<br>27<br>City & State<br>28 Coral Gables, FL<br>Zip<br>29 33114<br>Country<br>30 USA | 4. FEI Number<br>65-0306362<br>Applied For<br>Not Applicable | 5. Certificate of Status Desired<br><input type="checkbox"/> \$8.75 Additional Fee Required | 6. Election Campaign Financing<br>Trust Fund Contribution<br><input type="checkbox"/> \$5.00 May Be Added to Fees | 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes<br><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
|---------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|---------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|

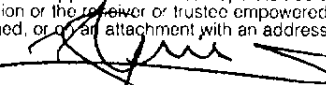
|                                                                                                                               |                                                                                                                                                                                                                                                                        |
|-------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 9. Name and Address of Current Registered Agent<br>Frederick L. Nin, MD<br>351 NW LeJeune Rd.<br>Suite 205<br>Miami, FL 33126 | 10. Name and Address of New Registered Agent<br>81 Name<br>Ana C. Harris, Esq.<br>82 Street Address (P.O. Box Number is Not Acceptable)<br>Mishan, Sloto, Greenberg & Hellinger<br>83 200 S. Biscayne Blvd., Suite 2350<br>84 City<br>Miami<br>85 Zip Code<br>FL 33131 |
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11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE  5-29-97  
(NOTE: Registered Agent signature required when reinstating)

|                                                |                                                                                  |                                                                |                                                                                                                  |
|------------------------------------------------|----------------------------------------------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|
| 12. OFFICERS AND DIRECTORS                     |                                                                                  | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12          |                                                                                                                  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | President<br>Frederick L. Nin, MD<br>351 NW LeJeune Rd., #205<br>Miami, FL 33126 | 1.1 TITLE<br>1.2 NAME<br>1.3 STREET ADDRESS<br>1.4 CITY-ST-ZIP | Pres., Frederick L. Nin<br>c/o Mishan, Sloto Greenberg & Hellinger, 200 S. Biscayne Blvd. #2350, Miami, FL 33131 |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | Director<br>Frederick L. Nin, MD<br>351 NW LeJeune Rd., #205<br>Miami, FL 33126  | 2.1 TITLE<br>2.2 NAME<br>2.3 STREET ADDRESS<br>2.4 CITY-ST-ZIP | Dir., Frederick L. Nin<br>c/o Mishan Sloto Greenberg & Hellinger, 200 S. Biscayne Blvd. #2350, Miami, FL 33131   |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP |                                                                                  | 3.1 TITLE<br>3.2 NAME<br>3.3 STREET ADDRESS<br>3.4 CITY-ST-ZIP |                                                                                                                  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP |                                                                                  | 4.1 TITLE<br>4.2 NAME<br>4.3 STREET ADDRESS<br>4.4 CITY-ST-ZIP |                                                                                                                  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP |                                                                                  | 5.1 TITLE<br>5.2 NAME<br>5.3 STREET ADDRESS<br>5.4 CITY-ST-ZIP | 700002207697<br>-06/10/97--01047--029<br>***550.00                                                               |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP |                                                                                  | 6.1 TITLE<br>6.2 NAME<br>6.3 STREET ADDRESS<br>6.4 CITY-ST-ZIP |                                                                                                                  |

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the power or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or as an attachment with an address.

SIGNATURE:  5-28-97  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (9/96)