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ARTICLES OF INCORPORATION

Form 200 NOT VALID AFTER JUNE 30, 2004

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Deliver to: Colorado Secretary of State

Business Division,

1560 Broadway, Suite 200 Denver, CO 80202-5169

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Pursuant to § 7-102-102 and part 3 of article 90 of title 7, Colorado Revised Statutes (C.R.S.), these Articles of Incorporation are delivered to the Colorado Secretary of State for filing.

1. The entity name of the corporation is:Total Orthopedics Inc.	
The entity name of a corporation must contain the term "corporation", "incorporated", "company", or "limited", o an abbreviation of any of these terms $\S7-90-601(3)(a)$, C.R.S.	-
2. The corporation is authorized to issue: (number) 1,000 shares of (class) Common (number) shares of (class)	
If more classes are authorized, include attachment indicating class(es) and number of shares in eaclass.	:h
3. The street address of the corporation's initial registered office and the name of its initial registered agent at that office are: Street Address (must be a street or other physical address in Colorado) 9200 W. Cross Drive #213, Littleton, CO 80123	
If mail is undeliverable to this address, ALSO include a post office box address:	
; Registered Agent Name:James Martin	
4. The address of the corporation's initial principal office is: 9200 W. Cross Driv Suite 213. Littleton, CO.; 80123	<u>e</u>
5. The name and address of the incorporator is: Name James R. Martin	
Address 9200 W. Cross Dr. #213. Littleton, CO. 80123	
6. If applicable, these articles are to have a delayed effective date of	
(not to exceed 90 days)	
7. The (a) name or names, and (b) mailing address or addresses, of any one or more of the individuals who cause this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, are: Jim Martin	
9200 W. Cross Dr. #213. Littleton, CO. 80123	

Please refer to § 7-90-301 (8), C.R.S

COMPUTER UPDATE COMPLETE