

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM747894

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Panorama Orthopedics and Spine Center, P.C.		07/15/2022	Corporation: COLORADO
RECEIVING PARTY DATA			
Name:	Panorama Orthopedics and Spine Center, Inc.		
Street Address:	660 Golden Ridge Rd., Suite 250		
City:	Golden		
State/Country:	COLORADO		
Postal Code:	80401		
Entity Type:	Corporation: COLORADO		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Serial Number:	90294133	FEEL BETTER. DO MORE.	
Serial Number:	90294110	ORTHOPEDECS REIMAGINED	
Serial Number:	90092989	ORTHOPLUS	
Serial Number:	90093023	ORTHOPLUS	
Registration Number:	2523318	PANORAMA	
Serial Number:	90093045	PANORAMA ORTHOPLUS	
Serial Number:	90294097	REIMAGINING ORTHOPEDICS	
Serial Number:	90294120	RIGHT CARE. RIGHT TIME. RIGHT PRICE.	
Serial Number:	97127034	WE'RE ON TEAM YOU	
Serial Number:	97428591	DME EVOLUTION DURABLE MEDICAL EQUIPMENT	
CORRESPONDENCE DATA			
Fax Number:	2149813400		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	214-981-3300		
Email:	jchester@sidley.com		
Correspondent Name:	Sidley Austin LLP c/o Julia M. Chester		
Address Line 1:	2021 McKinney Avenue, Suite 2000		
Address Line 4:	Dallas, TEXAS 75201		

CH \$265.00 90294133

NAME OF SUBMITTER:	Julia M. Chester
SIGNATURE:	/Julia M. Chester/
DATE SIGNED:	08/11/2022
Total Attachments: 6 source=Panorama Ortho Assoc & Spine Amendment#page1.tif source=Panorama Ortho Assoc & Spine Amendment#page2.tif source=Panorama Ortho Assoc & Spine Amendment#page3.tif source=Panorama Ortho Assoc & Spine Amendment#page4.tif source=Panorama Ortho Assoc & Spine Amendment#page5.tif source=Panorama Ortho Assoc & Spine Amendment#page6.tif	

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE OF DOCUMENT FILED

I, Jena Griswold, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office, the attached document is a true and complete copy of the

Articles of Amendment

with Document # 20221683452 of
Panorama Orthopedics and Spine Center, Inc.

Colorado Corporation

(Entity ID # 19871371059)

consisting of 5 pages.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 07/14/2022 that have been posted, and by documents delivered to this office electronically through 07/15/2022@ 13:14:02.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 07/15/2022 @ 13:14:02 in accordance with applicable law. This certificate is assigned Confirmation Number 14164921



Jena Griswold

Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."



Colorado Secretary of State
 Date and Time: 07/15/2022 08:55 AM
 ID Number: 19871371059
 Document number: 20221683452
 Amount Paid: \$25.00

Document must be filed electronically.
 Paper documents are not accepted.
 Fees & forms are subject to change.
 For more information or to print copies
 of filed documents, visit www.sos.state.co.us.

ABOVE SPACE FOR OFFICE USE ONLY

Articles of Amendment

filed pursuant to §7-90-301, et seq. and §7-110-106 of the Colorado Revised Statutes (C.R.S.)

1. For the entity, its ID number and entity name are

ID number 19871371059
(Colorado Secretary of State ID number)
 Entity name Panorama Orthopedics and Spine Center, P.C.

2. The new entity name (if applicable) is Panorama Orthopedics and Spine Center, Inc.

3. *(If the following statement applies, adopt the statement by marking the box and include an attachment.)*

This document contains additional amendments or other information.

4. If the amendment provides for an exchange, reclassification or cancellation of issued shares, the attachment states the provisions for implementing the amendment.

5. *(Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)*

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format)

The delayed effective date and, if applicable, time of this document is/are _____
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that such document is such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.

6. The true name and mailing address of the individual causing the document to be delivered for filing are

Diss Fred J
(Last) (First) (Middle) (Suffix)
 3200 Cherry Creek S Dr
(Street name and number or Post Office Box information)
 Suite 340
 Denver CO 80209
(City) (State) (Postal/Zip Code)
 United States
(Country - if not US)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
PANORAMA ORTHOPEDICS AND SPINE CENTER, INC.

By proper action of the shareholders of the corporation, the corporation's articles of incorporation are hereby amended and restated to read in their entirety as follows:

ARTICLE I
Name

The name of the corporation shall be: PANORAMA ORTHOPEDICS AND SPINE CENTER, INC.

ARTICLE II
Objects and Purposes; Powers

The corporation is organized and shall be operated as a Provider Network under Title 6, Article 18, Part 3 of the Colorado Revised Statutes (the "Provider Network Act"). The corporation shall have and may exercise all powers and privileges conferred upon corporations by the laws of the State of Colorado only in furtherance of and subject to its purpose. Pursuant to the Provider Network Act, the corporation is formed to provide health care services to individuals through providers, who are state-licensed, state-certified, and/or state-authorized practitioners and facilities.

ARTICLE III
Capital

The aggregate number of shares which this corporation shall have authority to issue is fifty thousand (50,000) shares, with no par value, which shares shall be designated "Common Stock".

1. Classes of Stock. There shall be two classes of common stock authorized to be issued. Class A shall be voting proprietary stock which shall carry all voting and proprietary rights without limitation, including such rights as are set forth further in this Article III. Class B shall be voting non-proprietary stock which shall have no limitation as to voting rights but shall have no proprietary rights, including without limitation no right to share in dividends, no right to share in liquidation or dissolution proceeds and no rights with respect to redemption proceeds.

2. Dividends. Dividends in cash, property or shares of the corporation may be paid upon the Class A Stock, as and when declared by the board of directors, out of funds of the corporation to the extent and in the manner permitted by law.

3. Distribution in Liquidation. Upon any liquidation, dissolution or winding up of the corporation, and after paying or adequately providing for the payment of all its obligations, the remainder of the assets of the corporation shall be distributed, either in cash or in kind, pro rata to the holders of the Class A Stock. The board of directors may, from time to time, distribute to the shareholders in partial liquidation, out of stated capital or capital surplus of the

corporation, a portion of its assets, in cash or property, in the manner permitted and upon compliance with limitations imposed by law.

4. Voting Rights; Denial of Cumulative Voting. Each outstanding share of Class A Stock and each outstanding share of Class B Stock shall be entitled to one vote and each fractional share of Class A and of Class B Stock shall be entitled to a corresponding fractional vote on each matter submitted to a vote of shareholders. Cumulative voting of shares shall be denied. Each shareholder voting on the election of the board of directors shall be required to select a separate nominee for each position to be filled. The corporation shall not be required or permitted to accept a ballot or other vote of a shareholder if less than all positions have been selected or if the same nominee has been selected for more than one position by such shareholder.

5. Minutes of Action. Any action required or permitted by the applicable provisions of the Colorado Business Corporation Act to be taken at a shareholders meeting, may be taken without a meeting if the shareholders holding shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all of the shares entitled to vote thereon were present, consent to such action in writing.

6. Preemptive Rights. The holders of the Class A stock of the corporation shall have the preemptive and preferential right, in proportion to their respective holdings of Class A stock, to purchase or subscribe for any shares of the corporation, whether now or hereafter authorized, and any bonds, debentures, notes or other securities convertible into or carrying options, warrants or privileges to purchase any shares of the corporation, whether now or hereafter authorized (including any such shares, bonds, debentures, notes or other securities held in the treasury of the corporation). This preemptive right shall extend, without limitation, to shares issued for property or services, to shares issued on exercise of stock rights and options to all or any of the directors, officers and employees of the corporation, or any subsidiary thereof, and to shares issued pursuant to stock bonus plans and other incentive plans for their benefit.

ARTICLE IV

Agreements with Certain Licensed or Certified Professionals

Pursuant to the Provider Network Act, any provision of Articles 29.5, 32, 33, 35, 36, and 38 to 43 of Title 12 of the Colorado Revised Statutes prohibiting the practice of such licensed or certificated health care profession as the partner, agent, or employee of, or in joint venture with, a person who does not hold a license or certificate to practice such profession within the State of Colorado shall not apply to the corporation, provided that: (a) the partnership, agency, employment, or joint venture is evidenced by a written agreement containing language to the effect that the relationship created by the agreement may not affect the exercise of the licensed or certified professional's independent judgment in the practice of his/her profession; (b) the licensed or certificated professional's independent judgment in the practice of such profession is unaffected by the relationship; and (c) the licensed professional is not required to exclusively refer any patient to a particular provider or supplier or take any other action the licensed professional determines not to be in a patient's best interest.

ARTICLE V
Limited Liability of Shareholders and Corporation

All shareholders of this corporation shall be and agree to be jointly and severally liable for all acts, errors and omissions of the employees of this corporation except during periods of time when each person licensed by the Board of Medical Examiners to practice medicine who is a shareholder or employee of the corporation has professional liability insurance insuring himself or herself and all employees who are not licensed to practice medicine who act at his or her direction in an amount and form required in the State of Colorado by Section 12-36-134(1)(g). Nothing in these Articles of Incorporation shall be construed to cause this corporation to be vicariously liable to a patient or third person for the professional negligence or other tortious conduct of a physician who is a shareholder or employee of this corporation.

ARTICLE VI
Principal Office Street Address, Registered Office and Registered Agent

The street address of the corporation's principal office and the street address of the initial registered office of the corporation is 660 Golden Ridge Road, Suite 250, Golden, Colorado 80401, and the name of the initial registered agent at such address is Thomas G. Frierhood, M.D. Either the registered office or the registered agent may be changed in the manner permitted by law.

ARTICLE VII
Limitations of Directors' Liability

No director shall have personal liability to the corporation or to its shareholders for monetary damages for breach of fiduciary duty as a director except for (1) any breach of the director's duty of loyalty to the corporation or to its shareholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) acts specified in Section 7-108-403 of the Colorado Business Corporation Act; or (4) any transaction from which the director, directly or indirectly, derived an improper personal benefit.

ARTICLE VIII
Staggered Terms for Directors

The terms of office of the directors shall be staggered by dividing the total number of directors into four (4) groups. Group 1 shall consist of one director, who shall be the corporation's then elected and acting president. Each of the remaining groups shall contain one-third (1/3) of the total of the remaining directors. The terms of directors in the second group shall expire December 31, 2006, and each third year thereafter. The terms of directors in the third group shall expire December 31, 2007, and each third year thereafter. The terms of the directors in the fourth group shall expire December 31, 2008, and each third year thereafter.