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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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MRS 9/11

Philip's Medical, Therapy and Educational Centers, Inc.

Mailing Address:
P.O. Box 411927
Melbourne, FL 32941

(321) 432-9418 Tel
(321) 757-5177 Fax

September 8, 2009

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


In Re: PHILIP'S MEDICAL, THERAPY AND EDUCATIONAL CENTERS, INC.

Dear Sir/Madam:

Enclosed please find one original and one copy of the Articles of Incorporation of **Philip's Medical, Therapy and Educational Centers, Inc.** Also enclosed please find a check in the amount of \$78.75 representing the cost of filing same.

Thank you for your assistance in this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Frank P. DeCaro", with a long horizontal line extending to the right.

Dr. Frank P. DeCaro
President

Enc: as indicated

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PHILIP'S MEDICAL, THERAPY AND EDUCATIONAL CENTERS, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is:
PHILIP'S MEDICAL, THERAPY AND EDUCATIONAL CENTERS, INC.

ARTICLE II

The street address of the principal office if the Corporation is: 7777 N. Wickham Rd., Suite 12-309, Melbourne, FL 32940.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares.

ARTICLE IV

The initial street address of the Corporation's registered office is: 7777 N. Wickham Rd., Suite 12-309, Melbourne, FL 32940. The initial registered agent for the Corporation at that address is: Dr. Frank P. DeCaro.

ARTICLE V

The name and street address of the person signing these Articles of Incorporation is:

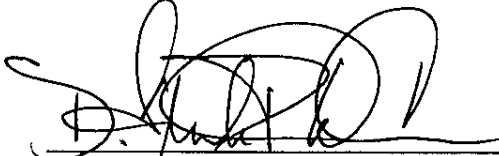
| Name | Address |
|---------------------|--|
| Dr. Frank P. DeCaro | 7777 N. Wickham Rd., Suite 12-309 Melbourne, FL 32940 |

The undersigned incorporator has executed these Articles of Incorporation.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

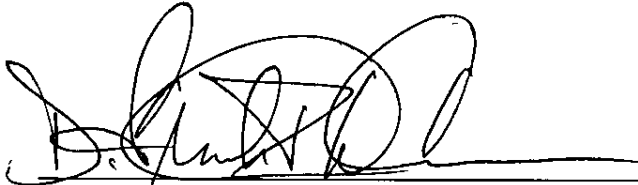


Dr. Frank P. DeCaro

9-8-09
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PHILIP'S MEDICAL, THERAPY AND EDUCATIONAL CENTERS, INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.



Dr. Frank P. DeCaro
Registered Agent

9-8-09
Date