



THE UNITED STATES CORPORATION COMPANY

P96000 103828

ACCOUNT NO. : 072100000032

REFERENCE : 202885 6221A

AUTHORIZATION :

COST LIMIT : \$ PRE-PAID

ORDER DATE : December 27, 1996

ORDER TIME : 9:40 AM

ORDER NO. : 202885-005

CUSTOMER NO: 6221A

400002039524--6
-12/27/96--01069--016
****122.50 ****122.50

CUSTOMER: Ms. Becca Kennedy
ABEL BAND RUSSELL COLLIER
PITCHFORD & GORDON, CHARTERED
Barnett Bank Center, 8-10th Fl
240 South Pineapple Avenue
Sarasota, FL 34236-6737

DOMESTIC FILING

EFFECTIVE DATE
Jan 1, 1997

NAME: INTEGRATED PHYSICAL THERAPIES, 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: Kathy Drake

EXAMINER'S INITIALS:

FILED
96 DEC 27 PM 2:50
SECTION OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 DEC 27 AM 10:51
DIVISION OF CORPORATION
DMD 12/27/96

FILED

96 DEC 27 PM 2:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
INTEGRATED PHYSICAL THERAPIES, INC.

EFFECTIVE DATE
Jan 1, 1997

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

INTEGRATED PHYSICAL THERAPIES, INC.

ARTICLE II - TERM OF EXISTENCE

The effective date of this Corporation shall be January 1, 1997. The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

1760 Irving Street
Sarasota, Florida 34236

and, the mailing address of this Corporation shall be:

1760 Irving Street
Sarasota, Florida 34236

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

Cheryl Shames 1760 Irving Street
Sarasota, Florida 34236

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Cheryl Shames 1760 Irving Street
Sarasota, Florida 34236

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors,

proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Cheryl Shames 1760 Irving Street
Sarasota, Florida 34236

The undersigned has executed these Articles this 26th day of December, 1996.

Cheryl Shames
Cheryl Shames

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for INTEGRATED PHYSICAL THERAPIES, INC. at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

December 26, 1996
Date

Cheryl Shames
Cheryl Shames
Registered Agent

(DSD : gkm\7961-1\204206)