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10/16/96 FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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(((H96000014603 0)))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000

FROM: CORPORATE CREATIONS ENTERPRISES, INC. ACCT#: 072100000245
CONTACT: FRANK A RODRIGUEZ
PHONE: (561)694-8107 FAX #: (561)694-1639

NAME: MAR.TI.NET.CORP.
AUDIT NUMBER......H96000014603
DOC TYPE.........FOREIGN PROFIT QUALIFICATION
CERT. OF STATUS..1 PAGES....... 4
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 17 AM 9:31

LC
10/17

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96 OCT 17 AM 8:30
DIVISION OF CORPORATIONS

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. MAR.TI.NET.CORP.
(Name of corporation: must include the word "INCORPORATED", "COMPANY," "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Texas
(State or country under the law of which it is incorporated)

3. 30118314159
(FEI number, if applicable)

4. December 13, 1995
(Date of Incorporation)

5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing this application
(Date first transacted business in Florida. (See Section 607.1501, 607.1502, and 817.155, F.S.)

7. 3109 Knox Street, Suite 515
Dallas, TX 75205
(Current mailing address)

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8. Purpose of corporation to be carried out in Florida: consulting services to comprehensive outpatient rehabilitative facilities and all other lawful activities permitted under Florida law.

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens, FL 33418

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: President
Corporate Creations Enterprises, Inc.

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Ellen S. Bryan FL Bar Member 948594
McDermott Will & Emery
201 South Biscayne Blvd, Suite 2200
Miami FL 33131-4336
305-358-3500 • Fax 305-347-6500

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11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS

Martin Tschanz
6300 Lantana Road, Suite 30
Lake Worth, FL 33463

B. OFFICERS

PRESIDENT Martin Tschanz
6300 Lantana Road, Suite 30
Lake Worth, FL 33463

SECRETARY
N/A

TREASURER
N/A

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13. Signature of an officer listed in item 12:

Martin Tschanz, President
by F.A. Rodriguez as attorney-in-fact

Date: October 16, 1996

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Ellen S. Bryan FL Bar Member 948594
McDermott Will & Emery
201 South Biscayne Blvd, Suite 2200
Miami FL 33131-4336
305-358-3500 • Fax 305-347-6500

The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

MAR.TI.NET.CORP.

were filed in this office and a certificate of incorporation was issued on

DECEMBER 13, 1996;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and that the corporation is still in existence.

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DIVISION OF CORPORATIONS
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IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on October 10, 1996.

Antonio O. Garza, Jr.
Secretary of State

PH

F96000005392

LAW OFFICES
GREGORY A. MARTIN
& ASSOCIATES, P.A.

NEW WORLD TOWER
100 NORTH BISCAYNE BOULEVARD
SUITE 601
MIAMI, FLORIDA 33132
TELEPHONE (305) 373-4644
TELEFAX (305) 373-5744

January 14, 1997

Via Overnight Courier

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*****35.00 *****35.00

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Statement of Change of Registered Office or Registered Agent or Both for Corporations
Mar.ti.net. Corp.

Dear Sir or Madam:

I am enclosing for filing one original plus one copy of a Statement of Change of Registered Office or Registered Agent or Both for Corporations. I am also enclosing a check in the amount of $35.00 representing the filing fee for the same.

Please file the original copy and return a file stamped copy to me in the enclosed stamped, self-addressed envelope.

Thank you for your anticipated cooperation.

Sincerely yours,

Gina A. Dombosch

Gina A. Dombosch
For the Firm

Enclosures
C:\OFFICE\WPWIN\WPDOCS\TSCHANZ\L-SECSTA.114

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97 JAN 15 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 1/22
RA Ch.

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of TEXAS *submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.*

1a. The name of the corporation is: MAR.TI.NET. CORP.

1b. The mailing address of the corporation is: 3109 Knox Street Suite 515
Dallas, Texas 75205

1c. Date of Incorporation: 10/17/96 Document number: F96000005392

2. The name and address of the current registered agent and office:

Corporate Creations Enterprises, Inc.
4521 PGA Blvd. Suite 211
Palm Beach Gardens, FL 33418

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TALLAHASSEE, FLORIDA

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Gregory A. Martin, Esq.
Gregory A. Martin, P.A.
100 N. Biscayne Blvd. Suite 601
Miami, FL 33132

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

(Signature of an officer, chairman or vice chairman of the board)

January 13, 1997
(Date)

Martin Tschanz
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

(Signature of Registered Agent)

January 13, 1997
(Date)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

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