

\$98000003974

Document Number Only

CT Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32310 222-1092

City State Zip Phone

CORPORATION(S) NAME

600002586796--5
-07/13/98--01081--025
*****70.00 *****70.00

600002586796--5
-07/13/98--01081--025
*****8.75 *****8.75

Rehab Designs of America Corporation

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Limited Liability Company |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC-1 Financing Statement | <input type="checkbox"/> UCC-3 Filing |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input checked="" type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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. REHAB DESIGNS OF AMERICA CORPORATION

(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. Delaware

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

3. 48-1084279

(FEI number, if applicable)

4. May 1, 1990

(Date of incorporation)

5. Perpetual

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

6. Upon qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 9401 Indian Creek Parkway, Suite 300

Overland Park, KS 66210

(Current mailing address)

8. Design, fabricate and sell orthotic and prosthetic devices, and perform all other services incidental thereto.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

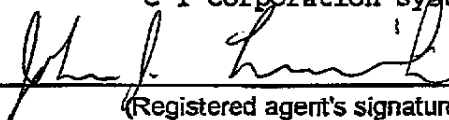
(Zip Code)

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TALLAHASSEE, FLORIDA

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System


(Registered agent's signature) (Officer)

John J. Linnihan-Assistant Vice President

(Type Name and Title of Officer)

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:

A. DIRECTORS

Chairman: See Addendum

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Janet Azevedo

Address: Suite 300, 9401 Indian Creek Parkway
Overland Park, Kansas 66210

Vice President: Kevin R. Karas

Address: Suite 300, 9401 Indian Creek Parkway
Overland Park, Kansas 66210

Secretary: Kevin R. Karas

Address: Suite 300, 9401 Indian Creek Parkway
Overland Park, Kansas 66210

Treasurer: Janet AzevedoAddress: suite 300, 9401 Indian Creek Parkway
Overland Park, Kansas 66210

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

K. R. Karas
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kevin R. Karas, Vice President

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

ATTACHMENT TO APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

REHAB DESIGNS OF AMERICA CORPORATION
SCHEDULE OF DIRECTORS

<u>Name</u>	<u>Business Address</u>
Janet Azevedo, Chairman (Note that the Board does not have a Vice-Chairman)	Suite 300 9401 Indian Creek Parkway Overland Park, KS 66210
Don C. Black	Suite 208 6803 West 64th Street Shawnee Mission, KS 66202
Judy Bishop	c/o Bishop Consulting and Health Care Management 357 Riverside Drive, Suite 211 Franklin, TN 37064
James Kozlowski	Suite 980 100 Congress Avenue Austin, TX 78701
Wayne Smith	Suite 15 950 Breckenridge Lane Louisville, KY 40207
Scott D. Steele	320 Park Avenue, 28th Floor New York, NY 10022
Michael E. Stephens	3230 Cahaba Valley Road Pelham, Alabama 35124

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TALLAHASSEE, FLORIDA

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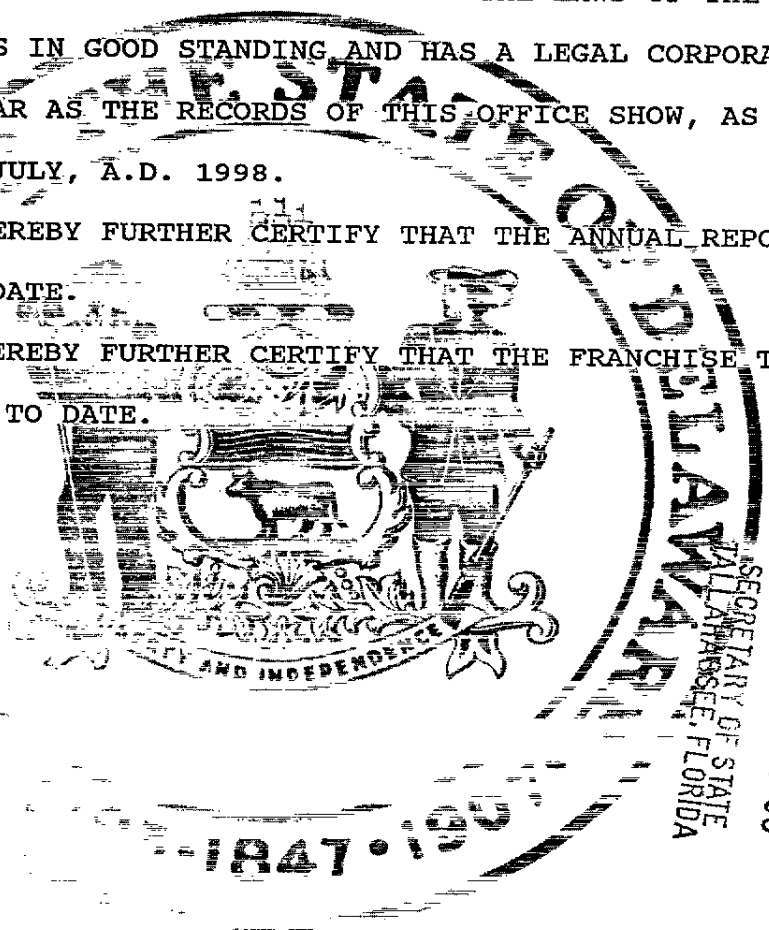
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REHAB DESIGNS OF AMERICA CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF JULY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



FILED
98 JUL 13 PM 3:00
SECRETARY OF STATE
DELAWARE
HARRISBURG, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

9184532

07-08-98