

ACCOUNT NO. : 072100000032

REFERENCE: 641308 7142541

AUTHORIZATION:

COST LIMIT :

ORDER DATE: March 28, 2000

ORDER TIME: 2:52 PM

ORDER NO. : 641308-015

200003197522--8

CUSTOMER NO: 7142541

CUSTOMER: Ms. Sharon Bornstein

TOTAL HEALTH CARE CONSULTING TOTAL HEALTH CARE CONSULTING

16300 Ne 19th Avenue

Suite 109

N. Miami Beach, FL 33162

DOMESTIC FILING

COLONY REHABILITATION, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

_ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

COLONY REHABIITATION, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

16300 NORTHEAST 19TH AVENUE, SUITE 109, NORTH MIAMI BEACH, FLORIDA 33162

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

CORPORATION	SER	VICE	COMPANY		
Name					
1201 H	AYS	STRE	ET		
Florida street address (P.O. Box NOT acceptable)					
TALLAHASSEE		FL	32301		
City, St	ate. ar	nd Zip			

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 as provided for in Chapter 608, F.S.

Laure R. Dunlap

Registered Agent's Signature

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Laura R. Durlop

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

AUTHORIZED REPRESENTATIVE, LAURA R. DUNLAP

Typed or printed name of signee

FILING FEES:

\$ 100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (OPTIONAL)

\$ 5.00 Certificate of Status (OPTIONAL)

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of COLONY REHABILITATION, LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida such Articles of Organization with the State of Florida such Articles, and for no other purpose. The power Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the execution of the Limited Power of Attorney by the execution of the Limited Power of the original or a copy undersigned and upon delivery of the original or a copy thereof by faceimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the everying of the limited power grante rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

GERCITOCA MA		
This Limited Power of Attorney is day of March 30, 2	executed on this	
Liliana Leura	SIGNATURE ST US	
WITNESS	DELES BARBACH	m
TYPED OR PRINTED NAME	TYPED OR PRINTED NAME	
Marie C Balan C	PRID	5
WITNESS	>	
EUSSA C. BANBACH		
TYPED OR PRINTED NAME		

CRL