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Division of Corporations

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Fax Number : (850) 205-0383

From:

Account Name : A 1 A CORPORATE SERVICES, INC.
Account Number : 120010000247
Phone : (800) 494-3124
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Palm Beach Cardiopulmonary Rehab Center LLC

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J. BRYAN JUL - 6 2006

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ARTICLES OF ORGANIZATION

In compliance with Chapter 608, F.S.

ARTICLE I: NAME

The name of the Limited Liability Company is:
PALM BEACH CARDIOPULMONARY REHAB CENTER LLC

ARTICLE II: Address

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

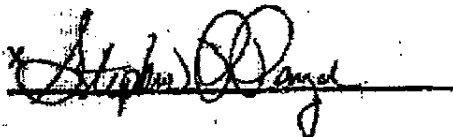
600 UNIVERSITY BLVD STE 100
JUPITER, FL 33458

ARTICLE III: REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT SIGNATURE

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

STEPHEN P. PANCZAK
600 UNIVERSITY BLVD STE 100
JUPITER, FL 33458

Having been named as registered agent 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.



STEPHEN P. PANCZAK / REGISTERED AGENT'S SIGNATURE

ARTICLE IV: MANAGEMENT

The Limited Liability Company is to be managed by one or more members and is, therefore, a Member-Managed Company.

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PALM BEACH CARDIOPULMONARY REHAB CENTER LLC

ARTICLE V: MEMBERS (optional)

MANAGING MEMBER

CHAUNCEY W. CRANDALL IV

600 UNIVERSITY BLVD STE 100

JUPITER, FL 33458

MANAGING MEMBER

AUGUSTO E. VILLA

600 UNIVERSITY BLVD STE 100

JUPITER, FL 33458

MANAGING MEMBER

GABRIEL E. BREUER

600 UNIVERSITY BLVD STE 100

JUPITER, FL 33458

MANAGING MEMBER

AGUSTIN A. VARGAS

600 UNIVERSITY BLVD STE 100

JUPITER, FL 33458

X

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.)

CHAUNCEY W. CRANDALL IV

Typed or printed name of signee

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