

**CORPORATE  
ACCESS,  
INC.**

1116-D Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666, Fax (904) 222-1666

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FILING

L.C.

FILED  
SEP 15 1996  
TALLAHASSEE, FL  
FBI

1.) United Florida Rehabilitation, L.C.  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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**SPECIAL INSTRUCTIONS**

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D. BROWN SEP - 4 1996

**ARTICLES OF ORGANIZATION  
OF  
UNITED FLORIDA REHABILITATION, L.C.**

SECRET  
DIVISION OF CORPORATIONS  
95 SEP -1 PM 12:16

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida do set forth the following:

1. Name.

The name of the limited liability company ("Limited Liability Company") is:  
**UNITED FLORIDA REHABILITATION, L.C.**

2. Period of Duration.

The period of duration of the Limited Liability Company shall be from date of filing until the first to occur of the following:

- a. Twenty (20) years from the date of filing of these Articles of Organization with the Department of State, or
- b. Dissolution of the Limited Liability Company pursuant to provisions of the Florida Limited Liability Company Act.

3. Purpose.

The purpose for which the Limited Liability Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida, including but not limited to providing contract rehabilitation services, physical occupational and speech therapy to nursing homes, hospitals and health agencies in various states. The Limited

Liability Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Address of Place of Business.

The address of the place of business in Florida for the Limited Liability Company is:

350-A Alternate 19  
Palm Harbor, FL 34683

5. Registered Agent.

The name and address of the initial registered agent in Florida for the Limited Liability Company is:

Mr. Bruce Bonsel  
350-A Alternate 19  
Palm Harbor, FL 34683

6. Capital Contributions.

The total amount of cash and a description of the agreed value of property other than cash contributed to the Limited Liability Company is as follows: One Hundred (\$100.00) Dollars in cash and no other property is being contributed to the Limited Liability Company.

7. Additional Contributions.

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events of happening of which, that shall be made, are as follows: No total additional contributions have been agreed to at the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon unanimous agreement by all of the members of the Limited Liability Company.

8. Additional Members.

Members may admit additional members in accordance with the regulations as set out in the Limited Liability Company operating agreement.

9. Continuity of Business.

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of member or upon the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless there is obtained the consent of all the remaining members of the Limited Liability Company.

10. Management.

The Limited Liability Company is to be managed by a manager, or manager(s). The name and address of such manager who is to serve as manager until the first annual meeting of members or until their successors are elected and qualified are as follows:


Mr. Bruce Bonsel  
350-A Alternate 19  
Palm Harbor, FL 34683

The election annually by the members of UNITED FLORIDA REHABILITATION, L.C., of the manager(s) of the Limited Liability Company shall be in accordance with the regulations as set out in the Limited Liability Company operating agreement.

11. Regulations of the Company.

The power to adopt, alter, amend or repeal the regulations of the Limited Liability Company shall be vested in the manager(s) of the Company, subject to the provisions of Florida Statute 608.423.

Executed at St. Petersburg, Florida on August 28, 1996.

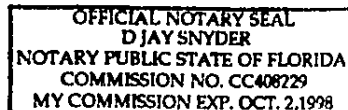
  
\_\_\_\_\_  
BRUCE S. BONSEL, Authorized  
Representative of Members

STATE OF FLORIDA     )  
                                  §  
COUNTY OF PINELLAS    )

**BEFORE ME**, the undersigned authority, personally appeared BRUCE S. BONSEL to me well known and known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

**WITNESS** my hand and official seal this 28th day of August, 1996.

  
\_\_\_\_\_  
NOTARY PUBLIC  
My Commission Expires:



**AFFIDAVIT OF AUTHORIZED  
REPRESENTATIVE OF MEMBERS  
BRUCE S. BONSEL  
UNITED FLORIDA REHABILITATION, L.C.**

BEFORE ME, the undersigned authority, personally appeared BRUCE S. BONSEL, who upon being duly sworn, deposes and says as follows:

1. I am a resident of Palm Harbor, Florida, am over 21 years of age, and have personal knowledge of the facts stated in this Affidavit.
2. UNITED FLORIDA REHABILITATION, L.C., a Florida limited liability company, ("Limited Liability Company") to be formed in accordance with FL. STAT. ann. § 608.401 *et seq.*
3. The Limited Liability Company will have more than 2 members upon its formation.
4. The total amount of cash and a description of the agreed value of property other than cash contributed to the Limited Liability Company is as follows: One Hundred (\$100.00) Dollars in cash and no other property is being contributed to the Limited Liability Company as of the date of this affidavit.

FURTHER AFFIANT SAYETH NOT.



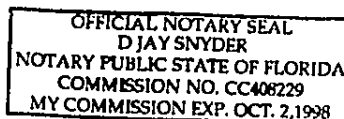
\_\_\_\_\_  
BRUCE S. BONSEL, Authorized  
Representative of Members

STATE OF FLORIDA     )  
COUNTY OF PINELLAS )

THE FOREGOING instrument was acknowledged before me this 28<sup>th</sup> day of August, 1996, by BRUCE S. BONSEL, who is personally known to me, and who did take an oath.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of UNITED FLORIDA REHABILITATION, L.C., the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent by UNITED FLORIDA REHABILITATION, L.C.

Executed this 29 day of August, 1996.

Bruce S. Bonzel  
BRUCE S. BONSEL  
Registered Agent

UNITED FLORIDA REHABILITATION, L.C.:  
By: Bruce S. Bonzel  
BRUCE S. BONSEL,  
Operating Manager

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP -4 PM 12:16

**CORPORATE  
ACCESS,  
INC.**

**L96000000934**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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**11/7/96**

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*Sapp. Affidavit  
Amend.*

1.) United Florida Rehabilitation, L.C.  
(CORPORATE NAME & DOCUMENT #)

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STATE OF FLORIDA     )  
COUNTY OF PINELLAS   )

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SUPPLEMENTAL AFFIDAVIT OF MEMBERSHIP  
AND CAPITAL CONTRIBUTIONS**

The undersigned Member or authorized representative of a Member of UNITED FLORIDA REHABILITATION, L.C. deposes and says:

1. The above-named limited liability company has at least two members.
2. The total amount of cash contributed by the member(s) is \$10,000.00.
3. If any, the agreed value of property other than cash contributed by member(s) is \$0.00. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by member(s) is \$10,000.00. This total includes amounts from 2 and 3 above.

FURTHER AFFIANT SAYETH NAUGHT.

BY:

Bruce S. Bond  
Member, Authorized Representative of  
UNITED FLORIDA REHABILITATION, L.C.

STATE OF FLORIDA  
COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT was acknowledged before me this 8th day of October, 1996 by Bruce Bond as Member or authorized representative of a Member of UNITED FLORIDA REHABILITATION, L.C., and is personally known to me or has produced Fla. Drivers Lic as identification and did take an oath.

Elisabeth M. Connaughton  
NOTARY PUBLIC, State of Florida  
My Commission Expires:



ELISABETH M. CONNAUGHTON  
COMMISSION # CC583824  
EXPIRES OCT 28, 2000  
BONDED THROUGH  
ATLANTIC BONDING CO., INC.