Document Number Only 500000350 CT CORPORATION SYSTEM Requestor's Name 660 East Jefferson Street 500002802425--0 Address 32301 Tallahassee, FL Phone ****285.00 ****285.00 State City CORPORATION(S) NAME () Merger () Profit () Amendment () NonProfit Limited Liabili () Dissolution/Withdrawal Other ucc Filing Annual Report () Change of R.A. () Limited Partnership () Reservation) Fic. Name () Reinstatement CUS () Photo Copies () Certified Copy () After 4:30 () Call if Problem Pick Up () Call When Ready Waik in () Mail)Odd PLEASE RETURN EXTRA COPIES Name FILE STAMPED_ Availabilify TODocument Examinef JEFFREY D. BUTTER 3/, Updater Verifier Acknowleddment W.P. Verifier

CR2E031 (1-89)

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

Name of foreign limited liability company or their abbreviations "L.L.Company" or their abbreviations	J." or "L.C. II II	iot so contained in the name as pass	SCIII.)	
<u>Labama</u> (Jurisdiction under the law of which f company is organized)	3. Foreign limited li	iability (FEI number, if app	plicable)	·
March 3, 1999	5.	Perpetual (Duration: Year limited liability)	company will	
· (Date of Organization)		cease to exist or "perpetual")	,	
Upon Registration	reiness in Florid	la. (See sections 608.501, 608.502	and 817.155, F.S.))
One Healthsouth Parkway, B	irmingham,	AL 35243		
	(Street add	lress of principal office)		
List name, title, and business adwill manage the foreign limited		lress of principal office) managing member [MGRM] o pany in Florida: (attach additio	or manager [MG onal page if nece	R] who essary)
List name, title, and business adwill manage the foreign limited NAME & ADDRESS:		managing member [MGRM] o	or manager [MG onal page if nece TITLE:	R] who essary)
will manage the foreign limited	dress of each the liability comp	managing member [MGRM] o pany in Florida: (attach additio	2 F 8	R] who essary)
will manage the foreign limited NAME & ADDRESS:	dress of each the liability comparts	managing member [MGRM] o pany in Florida: (attach additio	2 F 8	R] who essary)
NAME & ADDRESS: William W. Horton	dress of each the liability comparts	managing member [MGRM] o pany in Florida: (attach additio	2 F 8	R] who essary)
NAME & ADDRESS: William W. Horton One Healthsouth Parkway,	dress of each the liability comparts	managing member [MGRM] o pany in Florida: (attach additio	2 F 8	R] who essary)
NAME & ADDRESS: William W. Horton One Healthsouth Parkway,	dress of each the liability comparts	managing member [MGRM] o pany in Florida: (attach additio	2 F 8	R] who essary)
NAME & ADDRESS: William W. Horton One Healthsouth Parkway,	dress of each the liability comparts	managing member [MGRM] o pany in Florida: (attach additio	2 F 8	01 VI
NAME & ADDRESS: William W. Horton One Healthsouth Parkway,	dress of each the liability comparts	managing member [MGRM] o pany in Florida: (attach additio	2 F 8	
NAME & ADDRESS: William W. Horton One Healthsouth Parkway,	dress of each the liability comparts	managing member [MGRM] o pany in Florida: (attach additio	2 F 8	01 VI

having custody of records in the state under the law of which it is organized. (A hotocopy is not acceptable. If the certificate is an a foreign

language, a translation of the certificate under oath of the translator must be submitted.)

(FL057 - 4/23/98)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or	r authorized representative of a member of	HEALTHSOUTH L	easing	_
Company, L.L.C.	certifies:			
1) the above named limite	d liability company has at least two members	5;		
2) the total amount of cash	h contributed by the member(s) is		\$ 100.00	<u> </u>
(A description of the pr	of property other than cash contributed by moperty is attached and made a part hereto.)	nember(s) is	\$ 0.00	_;
by member(s) is	h and property contributed and anticipated to ounts from 2 and 3 above.)	be contributed	\$ 100.00	;
	allithat			
(In acco affidav	ure of a member or authorized representar ordance with section 608.408(3), Florida Statutes, the exit constitutes an affirmation under the penalties of perjulare true.)	xecution of this	er.	
	HEALTHSOUTH Holdings, Inc., By: William W. Horton, Vice Pr	esident	Member	-
	Typed or printed name of signee	,		

Filing Fee: \$250.00 for Application and Affidavit

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:			
HEALTHSOUTH Leasing Company, L.L.C.		·	
2. The name and the Florida street address of the registered agent and office are:			
C T CORPORATION SYSTEM (Name)	•		
1200 South Pine Island Road Florida street address (P.O. Box NOT ACCEPTABLE)			
Plantation FL 33324 (City/State/Zip)			
Having been named as registered agent and to accept service of process for the above liability company at the place designated in this certificate, I hereby accept the appoint agent and agree to act in this capacity. I further agree to comply with the provisions relating to the proper and complete performance of my duties, and I am familiar with obligations of my position as registered agent.	of all st	atutes	1616
C T CORPORATION SYSTEM Dale & Morris ASSISTANT VICE PRESIDENT			
(Signature)			
•		H 66	DIVISE

Filing Fee: \$35 for Designation of Registered Agent

STATE OF ALABAMA

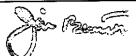
I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporate records on file in this office disclose that HEALTHSOUTH Leasing Company, L.L.C. organized in the office of the Judge of Probate of Montgomery County on March 3, 1999. I further certify that the records do not disclose that said HEALTHSOUTH Leasing Company, L.L.C. has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day. 03/08/99

Date



Jim Bennett

Secretary of State