

N96000001698

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

400001754924  
-03/22/96--01033--014  
\*\*\*122.50 \*\*\*122.50

SUBJECT: HANA CARE, INC  
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check  
for \$ 122.50.

FROM:

ATEF ZAHRA  
Name (printed or typed)  
7740 Southside Blvd. Apt 1306  
Address  
Jacksonville, FL 32256  
City, State, & Zip  
904-9280955  
Telephone Number

FILED  
96 MAR 22 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3/29/96  
TB

ARTICLES OF INCORPORATION  
OF  
HANA CARE, INC.

FILED  
MAR 22 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of this corporation is: HANA Care, Inc. and the initial principle address of the corporation is: 7740 Southside Blvd. Suite 1306 Jacksonville, Florida 32256.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless dissolved according to law. Corporate existence shall commence upon filing with the Secretary of State. Manner of admission is in reference to by laws.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business in the State of Florida. The purpose or purposes shall include, but not limited to:

1. Provide rehabilitation services in accordance to standards of practicing established by Florida Laws.
2. Provide rehabilitation services to patients at home by medical referral.
3. Provide rehabilitation services in accordance to Medicare guidelines and regulations.
4. Establish sub-contracts with companies dedicated to provide comprehensive rehabilitation services.
5. Establish sub-contracts with Physicians, Insurance Companies, and Workmans Compensation to provide rehabilitation services.
6. Provide services in the State of Florida.
7. Establish private practice with facility detailed to provide rehabilitation services to patients by medical referral.

B. Employ licensed/certified personnel to provide rehabilitation services in accordance with the provisions of the Chapter 486 of the Physical Therapy Practice Act.

#### ARTICLE IV - CAPITAL STOCK

This corporation is organized under a stock basis. the maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7500) shares at ONE DOLLAR PER (\$1.00 per value) of common stock which shall be designated as "Common Shares".

#### ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he/she already hold, shall have the right to purchase his/hers prorated share thereof, (as nearly as any be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

Pursuant to the provisions of Section 48.091, Florida Statutes, the following is the designation of the resident Agent on whom process may be made. The street address of the initial registered office, and the name of its initial registered agent of this corporation is: 7740 Southside Blvd., Suite 1306, Jacksonville, Fl 32256 - Atef Zahra R.P.T.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is as follows:

1. Atef Zahra R.P.T.  
7740 Southside Blvd. Suite 1306  
Jacksonville, Florida 32256

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is:

1. Atef Zahra R.P.T.  
7740 Southside Blvd. Suite 1306  
Jacksonville, Florida 32256

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AND AGENT UPON WHOM PROCESS MAY BE SERVED.

That HANA Care, Inc., desiring to organize under the laws of the State of Florida has name Atef Zahra, R.P.T. whose office is located at 7740 Southside Blvd. Suite 1306, Jacksonville, Florida 32256, at its principal agent to accept service of process within the State.

ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said offices.

In witness whereof, I have set my hand and seal at Jacksonville, Duval County, State of Florida, on 29th Day of December, 1995.

  
Atef Zahra, R.P.T.

Dec. 29-95

Resident Agent

In witness whereof, the undersigned being the incorporator of this corporation have executed these Articles of Incorporation.

Signature of Incorporator:

  
Atef Zahra, R.P.T.

Dec. 29-95

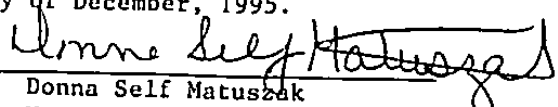
President

State of Florida  
County of Duval

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Atef Zahra, P.T., known to me and known by me to be the person who executed the foregoing articles of incorporation, and acknowledged before me that he executed these articles of incorporation in the state and county aforesaid, this 29th day of December, 1995.



DONNA SELF MATUSZAK  
My Commission C-0476324  
Expires Jul. 01, 1999  
Bonded by HAI  
200-422-1656

  
Donna Self Matuszak  
Notary Public, State of Florida