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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

Orlando Pain and Medical Rehab-Downtown, Inc.

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## ARTICLES OF INCORPORATION

OF

### ORLANDO PAIN AND MEDICAL REHAB-DOWNTOWN, INC.

PURSUANT TO Chapter 607 of the Florida Statutes, the undersigned, acting as sole incorporator of **ORLANDO PAIN AND MEDICAL REHAB-DOWNTOWN, INC.**, hereby adopts and files the following Articles of Incorporation for such corporation:

#### ARTICLE I

##### Name

The name of the corporation is **ORLANDO PAIN AND MEDICAL REHAB-DOWNTOWN, INC.**

#### ARTICLE II

##### Duration

The period of existence of this corporation is perpetual.

#### ARTICLE III

##### Purpose

The corporation is organized for the purpose of engaging in any lawful act or activity for which corporations may be organized under Chapter 607, Florida Statutes.

#### ARTICLE IV

##### Principal Office and Mailing Address

The address of the principal office and the mailing address of the corporation is 1717 S. Orange Avenue, Orlando, FL 32806. The location of the principal office shall be subject to change as may be provided in bylaws duly adopted by the corporation.

#### ARTICLE V

##### Director

The corporation shall have two (2) initial Directors. The initial Directors of the corporation shall be Brian Burns, D.C., and Walter Conlan III, M.D. The number of directors may be increased

Attorney Name: Marjani Wossman Schlew  
Broad and Cassel - Attorneys at Law  
390 North Orange Avenue, Suite 1100  
Orlando, Florida 32801  
Telephone: (407) 839-4200  
Florida Bar No.: 0077798

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or decreased from time to time as provided in the Bylaws of the corporation; but shall never be less than two (2).

#### ARTICLE VI

##### Shares

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, One Cent (\$0.01) par value per share.

#### ARTICLE VII

##### Initial Registered Office and Agent

The address of the corporation's initial registered office is 390 N. Orange Avenue, Orlando, Florida 32801-1640, and the corporation's initial registered agent at such address is B&C Corporate Services of Central Florida, Inc.

#### ARTICLE VIII

##### Incorporator

The name and address of the sole incorporator of the corporation is Marian W. Schlow, Esq., Broad and Cassel, 390 N. Orange Avenue, Orlando, Florida 32801.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 6th day of July, 2000.

  
Marian W. Schlow, Esq.


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#### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of ORLANDO PAIN AND MEDICAL REHAB-DOWNTOWN, INC.

B&C CORPORATE SERVICES OF CENTRAL  
FLORIDA, INC., a Florida corporation

By:



Janice C. Myers, Vice President