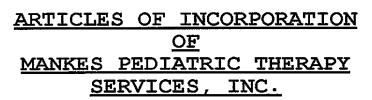


CORPORATION(S) NAME

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The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - CORPORATE_NAME

The name of this corporation shall be: <u>MANKES PEDIATRIC THERAPY</u> <u>SERVICES, INC.</u>

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1045 N.E. 179th Terrace North Miami Beach, Florida 33162 (305) 527-5945

ARTICLE III - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND shares (1000) of ONE DOLLAR (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Carol Mankes 1045 N.E. 179th Terrace North Miami Beach, Florida 33162 (305) 527-5945

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director(s) initially. The number may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) are as follows:

Carol Mankes 1045 N.E. 179th Terrace North Miami Beach, FL 33162 (305) 527-5945

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

Carol Mankes 1045 N.E. 179th Terrace North Miami Beach, FL 33162 (305) 527-5945 Corol Mankes/Director Signature/Title

STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Carol Mankes, known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

Notary Public, State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL
DAVID J ACHER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC934594
MY COMMISSION EXP. MAY 8,2004

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is: MANKES PEDIATRIC THERAPY SERVICES, INC.

The name and address of the registered agent and office is:

Carol Mankes 1045 N.E. 179th Terrace North Miami Beach, Florida 33162

Corol Markes
Signature
Director
Title
1, 1761

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.