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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : PAUL SMITH
Account Number : I20010000247
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Fax Number : (305) 532-0738

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DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

Performance Rehab Institute & Sports Medicine Inc.

Certificate of Status	0
Certified Copy	0
Page Count	02
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W02-6682

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be :

PERFORMANCE REHAB INSTITUTE & SPORTS MEDICINE INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is :

1520 GULF BLVD #1806

CLEARWATER, FL 33767

ARTICLE III PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock is:

10,000,000 COMMON SHARES PAR VALUE \$.001

ARTICLE V INITIAL OFFICERS / DIRECTORS (optional)

The name(s), address(es), and title(s) of the directors and officers is:

Director, President :

Gerry D. Minear

1520 Gulf Blvd. #1806

Clearwater , Florida 33767

Director, Treasurer :

Todd S. Minear

554 Lake Cypress Cir

Oldsmar , Florida 34677

Director, Secretary :

Mark Barth

1708 Blind Pond Ave.

Lutz , Florida 33549

Director :

Kim Pollak

P.O. BOX 429

Palm Harbor , Florida 34682

Director, Vice President :

Thomas M. Craig

921 Wexford Lane

Palm Harbor , Florida 34683

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PAGE 2 PERFORMANCE REHAB INSTITUTE & SPORT

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

A1A CORPORATE SERVICES INC.
218 SOUTHERN COUNTRY LANE
QUINCY, FL 32351

ARTICLE VII INCORPORATOR

The name and Florida street address of the incorporator is:

A1A CORPORATE SERVICES INC.
218 SOUTHERN COUNTRY LANE
QUINCY, FL 32351

ARTICLE VIII

No director or officer of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, provided, however, that the foregoing clause shall not apply to any liability of a director or officer (I) for any breach of the director's or officer's duty of loyalty to the corporation or its shareholders, (II) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (III) for any transaction from which the director or officer derived an improper personal benefit. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advancement of attorney's fees and expenses to any person who is or was an officer or director of the Corporation.

.....
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Paul Smith
Signature / Registered Agent

3-8-02
Date

Paul Smith
Signature/Incorporator

3-8-02
Date

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