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PARALEGAL
LaVonne T. V. Harmon

April 11, 2002

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

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR 26 AM 9:37

RE: REHABILITATION SPECIALTIES, INC.

400005361474--5
-04/23/02--01009--002
*****122.50 *****78.75

Gentlemen:

Enclosed is the original and one copy of the Articles of Incorporation of the above corporation, together with a check in the amount of \$122.50 to cover the following:

Filing fee	\$ 35.00
Certified copy	52.50
Registered Agent	
Designation	35.00
TOTAL:	<u>\$122.50</u>

Please return the certified copy to this office. Thank you for your attention as to this matter.

Sincerely yours,



Edward A. Kerben

EAK/lh

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
REHABILITATION SPECIALTIES, INC.

In corporation with Chapter 607 and/or 621, Florida Statutes, the undersigned hereby states:

ARTICLE I — NAME

The name of this corporation is **REHABILITATION SPECIALTIES, INC.**

ARTICLE II — PRINCIPAL OFFICE

The principal place of business and mailing address is **395 MASHIE LANE, ORLANDO, FL 32804.**

ARTICLE III — DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE IV — PURPOSE

This corporation is organized for the purpose of manufacturing orthotics and prosthetics and transacting any or all lawful business.

ARTICLE V — SHARES

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE VI — SHAREHOLDER RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII — REGISTERED AGENT

The Florida street address of the registered agent of this corporation is **395 MASHIE LANE, ORLANDO, FL 32804**, and the name of the registered agent of this corporation at that address is **WILLIAM A. FREDRICK**.

ARTICLE VIII — INITIAL DIRECTORS/OFFICERS

The name(s), address(es) and title(s) of the initial Directors and/or officers of the corporation is:

NAME	ADDRESS	TITLE
WILLIAM A. FREDRICK	395 MASHIE LANE ORLANDO, FL 32804	PRESIDENT DIRECTOR

ARTICLE IX — INCORPORATOR

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

WILLIAM A. FREDRICK
395 MASHIE LANE
ORLANDO, FL 32804

ARTICLE X—AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 23 day of APRIL, 2002.

By: William A. Fredrick
William A. Fredrick, Incorporator

STATE OF FLORIDA:
COUNTY OF ORANGE :

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **WILLIAM A. FREDRICK**, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 23 day of APRIL, 2002.

[Signature]
NOTARY PUBLIC, State of Florida at Large

My commission expires:



Edward A. Kerben
MY COMMISSION # CC957767 EXPIRES
September 19, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 APR 26 AM 9:37

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Section 607.0501, **REHABILITATION SPECIALTIES, INC.**, a corporation organized under the laws of the State of Florida, has designated the registered agent and office in the Articles of Incorporation herein, and submits the following statement of acceptance by the Registered Agent:

HAVING BEEN NAMED AS REGISTERED AGENT AND DESIGNATED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.

DATE: APRIL 23, 2002

By: William A. Fredrick
WILLIAM A. FREDRICK
Registered Agent