

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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*Emerald Coast Therapy Centers*

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ✓ ☒ Art of Inc. File \_\_\_\_\_
- ☐ LTD Partnership File \_\_\_\_\_
- ☐ Foreign Corp. File \_\_\_\_\_
- ☐ L.C. File \_\_\_\_\_
- ☐ Fictitious Name File \_\_\_\_\_
- ☐ Trade/Service Mark \_\_\_\_\_
- ☐ Merger File \_\_\_\_\_
- ☐ Art. of Amend. File \_\_\_\_\_
- ☐ RA Resignation \_\_\_\_\_
- ☐ Dissolution / Withdrawal \_\_\_\_\_
- ☐ Annual Report / Reinstatement \_\_\_\_\_
- ✓ ☒ Cert. Copy \_\_\_\_\_
- ☐ Photo Copy \_\_\_\_\_
- ☐ Certificate of Good Standing \_\_\_\_\_
- ☐ Certificate of Status \_\_\_\_\_
- ☐ Certificate of Fictitious Name \_\_\_\_\_
- ☐ Corp Record Search \_\_\_\_\_
- ☐ Officer Search \_\_\_\_\_
- ☐ Fictitious Search \_\_\_\_\_
- ☐ Fictitious Owner Search \_\_\_\_\_
- ☐ Vehicle Search \_\_\_\_\_
- ☐ Driving Record \_\_\_\_\_
- ☐ UCC 1 or 3 File \_\_\_\_\_
- ☐ UCC 11 Search \_\_\_\_\_
- ☐ UCC 11 Retrieval \_\_\_\_\_
- ☐ Courier \_\_\_\_\_

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02 JUN -7 AM 11:47  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
02 JUN -7 PM 12:57  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

6-7-02  
WC

Signature \_\_\_\_\_

Requested by: LW

6/7

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLES OF INCORPORATION  
OF  
EMERALD COAST THERAPY CENTERS, INC.

I, the undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

Name of Corporation

The name of the corporation is Emerald Coast Therapy Centers, Inc.

ARTICLE II

Principal Office

The principal office of the corporation is located at 6348 Highway 90 West, Milton, Florida 32570, and its mailing address is 6348 Highway 90 West, Milton, Florida 32570.

ARTICLE III

Duration

The corporation shall have perpetual existence, commencing on the date of filing of these Articles of Incorporation in the Office of the Secretary of State for the State of Florida.

ARTICLE IV

Purpose

The corporation is organized for the purpose of transacting any and all lawful business, both within and without the State of Florida.

## ARTICLE V

### Capital Stock

The corporation is authorized to issue One Thousand (1,000) shares of common stock, each share with a par value of One Dollar (\$1.00). No other class or type of stock shall be issued.

## ARTICLE VI

### Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of the corporation, shall have the right to purchase a 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

### Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 517 East Government Street, Pensacola, Florida 32501, and the name of the initial registered agent of this corporation at that address is Ronald L. Nelson.

## ARTICLE VIII

### Initial Board of Directors

The corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws of the corporation, but the number of directors of the corporation shall not be less than one nor more than ten. The name and address of the initial directors of the corporation are:

Donald R. Padget  
6348 Highway 90 West  
Milton, Florida 32570

David A. Lockwood  
305 Grant Avenue  
Auburn, New York 13021

#### ARTICLE IX

##### Incorporator

The name and address of the incorporator signing these Articles of Incorporation is Ronald L. Nelson, 517 East Government Street, Pensacola, Florida 32501.

#### ITEM X

##### Amendment

These Articles of Incorporation may be amended upon any proposed amendment receiving the affirmative vote of the holders of a majority of the shares then outstanding at any regular or special meeting of the stockholders, upon advance notice given of the change to be made. Upon approval by the Secretary of State, any such amendment shall become and be taken as a part of the original Articles of Incorporation.

#### ARTICLE XI

##### Bylaws

The power to adopt, alter, amend, or repeal the bylaws of the corporation shall be vested in the board of directors.

#### ARTICLE XII

##### Shareholder Quorum and Voting

At any meeting of the shareholders, fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy,

shall constitute a quorum. If a quorum is present, the affirmative vote of a majority of the shares represented at a meeting entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII

Statutory Powers

The corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, Chapter 607, Florida Statutes, as such chapter presently exists or may hereafter be amended.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6 day of June, 2002.

  
DONALD R. PADGET

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

6 The foregoing instrument was acknowledged before me this day of June, 2002, by DONALD R. PADGET, who is personally known to me or has produced as identification and who did take an oath.

GIVEN under my hand and official seal this 6 day of June, 2002.



RONALD L. NELSON  
Notary Public - State of Florida  
My comm. expires March 30, 2003  
Comm. No. CC802552

  
Notary Public

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

In compliance with Section 48.091, Florida Statutes, the following is submitted: That Emerald Coast Therapy Centers, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 6348 Highway 90 West, Milton, Florida 32570, has named Donald R. Padget, 6348 Highway 90 West, Milton, Florida 32570, as its agent to accept service of process within Florida.

EMERALD COAST  
THERAPY CENTERS, INC.

By: Donald R. Padget  
DONALD R. PADGET,  
Registered Agent

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Donald R. Padget  
DONALD R. PADGET

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