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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072430003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

metropolitan rehabilitation clinic, inc.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

④

ARTICLE OF INCORPORATION
OF

METROPOLITAN REHABILITATION CLINIC, INC.

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

ARTICLE I - NAME

The name of the corporation shall be: METROPOLITAN REHABILITATION CLINIC, INC.

ARTICLE II - PURPOSE

This corporation is organized for the following purpose: PHYSICAL THERAPY
and to transact in any and all lawful business authorized under the Statutes of the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock, par value \$1.00 per share.

ARTICLE IV - PRINCIPAL OFFICE

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

1120 WEST 33rd PLACE
HIALEAH, FL 33012

ARTICLE V - DURATION

This corporation shall have perpetual existence unless sooner terminated under the provisions of the laws of the State of Florida.

PREPARED BY: Cesar Briso
M.B. TAX AND ACCOUNTING SERVICES, INC.
3300 EAST 4th AVENUE, #8
HIALEAH, FL 33013
PHONE: (305) 887-0048

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ARTICLE VI - INITIAL DIRECTORS

METROPOLITAN REHABILITATION CLINIC, INC., shall have one (2) directors, and the number of directors may be changed as provided in the bylaws, but shall never be less than one. The name and address of the initial directors are:

CARLOS MARIN 11205 SW 152nd TERRACE
 MIAMI, FL 33157

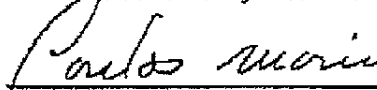
JESUS A. PINO 1120 WEST 33rd PLACE
 HIALEAH, FL 33012

ARTICLE VII - INCORPORATORS

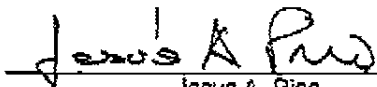
The name and addresses of the incorporators of this corporation are:

		<u>SHARES</u>	<u>VALUE</u>
CARLOS MARIN	President/Secretary	250	\$250.00
11205 SW 152nd TERRACE			
MIAMI, FL 33157			
JESUS A. PINO	Vice-President/Treasurer	250	250.00
1120 WEST 33rd PLACE			
HIALEAH, FL 33012			
		<u>500</u>	<u>\$500.00</u>

The undersigned have executed these Articles of Incorporation on this 18th day of November, 2002



Carlos Marin
President/Secretary



Jesus A. Pino
Vice-President/Treasurer

CERTIFICATE OF RESIDENT AGENT

In pursuance of Charter 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: **METROPOLITAN REHABILITATION CLINIC, INC.**

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

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CARLOS MARIN
11205 SW 152nd TERRACE
MIAMI, FL 33157

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept said Act relative to keeping open said office.

Carlos Marin

CARLOS MARIN
REGISTERED AGENT

DATE: 11-18-02

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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