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*Amended &  
Restated  
Articles*

RECEIVED  
03 JUN 27 PM 3:46  
STATE  
CORPORATION  
TALLAHASSEE, FLORIDA

FILED  
03 JUN 27 PM 4:27  
STATE  
CORPORATION  
TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: Kevin R. Roberts

DATE: June 27, 2003

REF. #: 0107.17366



CORP. NAME: MEADOWBROOK LONG TERM ACUTE CARE SERVICES, INC.

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK           | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP              | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                           | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |  |
| <input type="checkbox"/> OTHER:<br>1                 |   |  |

STATE FEES PREPAID WITH CHECK# 505612 FOR \$ 43.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

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| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

Examiner's Initials

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF

MEADOWBROOK LONG TERM ACUTE CARE SERVICES, INC. FLORIDA

FILED  
03 JUN 27 PM 4:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following amended and restated articles of incorporation:

ARTICLE I - NAME

The name of the Corporation is MeadowBrook Long Term Acute Care Services, Inc.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation shall be c/o MeadowBrook Healthcare, 1200 Corporate Drive, Suite 340, Birmingham, AL 35242, and the mailing address of the corporation shall be c/o MeadowBrook Healthcare, 1200 Corporate Drive, Suite 340, Birmingham, AL 35242.

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This Corporation is organized for the purpose of transacting all lawful business.

ARTICLE V - OFFICER(S)/DIRECTOR(S)

The names and addresses of the officers/directors of this Corporation are:

Eugene E. Smith, President/CEO/Director  
c/o MeadowBrook Healthcare  
1200 Corporate Drive  
Suite 340  
Birmingham, AL 35242

Christopher J. Smith, Vice President/Secretary  
c/o MeadowBrook Healthcare  
1200 Corporate Drive  
Suite 340  
Birmingham, AL 35242

ARTICLE VI - STOCK

This Corporation is authorized to issue 1,000 shares of common stock having a par value of \$.001 per share.

ARTICLE VII - REGISTERED  
OFFICE AND REGISTERED AGENT

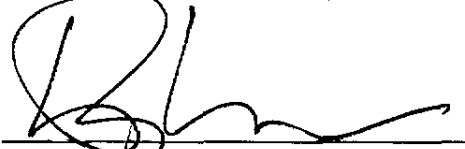
The name and street address of the registered agent is:

CORPDIRECT AGENTS, INC.  
103 N. Meridian Street  
Tallahassee, Florida 32301

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on June 27, 2003.

CORPDIRECT AGENTS, INC.

A handwritten signature in black ink, appearing to read 'K. Roberts', is written over a horizontal line.

Incorporator

By: Its Agent, Kevin R. Roberts