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TALLAHASSEE, FLORIDA  
03 MAY 22 PM 3:32

F. CHESLER

MAY 30

**LYNNE WADSWORTH**  
1913 DOCKSIDE DRIVE  
VALRICO, FLORIDA 33594  
E-MAIL: [LWADSWORTH@PILKA.COM](mailto:LWADSWORTH@PILKA.COM)

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May 22, 2003

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Giarrusso Rehabilitation Service, Inc.

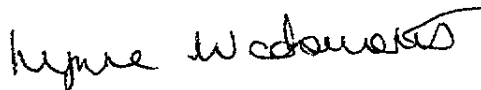
Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation and Designation and Acceptance of Registered Agent for the above referenced corporation, along with a copy of the same and a check in the amount of \$70.00 for costs in filing the enclosed.

Upon completion of your filing of the Articles, kindly return a timed stamped copy of the filed Articles. If you should have any questions please contact me. The toll free number is 800-260-1529.

Thank you for your assistance regarding this matter.

Sincerely,



Lynne Wadsworth  
Third Party Designee for  
Giarrusso Rehabilitation Service, Inc.

/lw  
Enclosure

**ARTICLES OF INCORPORATION  
OF  
GIARRUSSO REHABILITATION SERVICE, INC.**

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**ARTICLE I - NAME**

The name of the corporation is **GIARRUSSO REHABILITATION SERVICE, INC**

**ARTICLE II - DURATION**

As provided in Florida Statutes, Chapter 607, this corporation shall exist in perpetuity.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States and of this State.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of Common Stock at \$1.00 par value.

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1312 Seffner Valrico Road, Seffner, Florida 33584. and the name of the initial registered agent of this corporation at that address is **FRANCIS C. GIARRUSSO.**

**ARTICLE VII - INITIAL ADDRESS OF THE CORPORATION**

The street address of the initial office of this corporation is, 1312 Seffner Valrico Road, Seffner, Florida 33584.

**ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

**FRANCIS C. GIARRUSSO  
1312 Seffner Valrico Road  
Seffner, Florida 33584**

**ARTICLE IX - INCORPORATORS**

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

**FRANCIS C. GIARRUSSO  
1312 Seffner Valrico Road  
Seffner, Florida 33584**

**ARTICLE X - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders.

**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XII - INDEMNIFICATION**

In addition to any rights and duties under applicable law, the corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers,

employees and agents from and against all liabilities and obligations including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such, except for willful misconduct or gross negligence.

**ARTICLE XIII - COMMENCEMENT OF EXISTENCE**

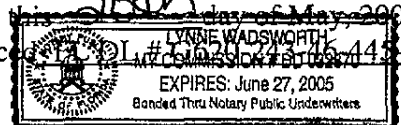
The Corporation shall be deemed to commence its existence on the date these Articles of Incorporation are filed.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this \_\_\_\_\_ day of May, 2003.

  
FRANCIS C. GIARRUSSO, Incorporator


STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 20th day of May, 2003, by FRANCIS C. GIARRUSSO who is known to me, or produced to me by Francis C. Giarrusso as identification, and who did not take an oath.



  
Lynne Wadsworth  
NOTARY PUBLIC

Having been named registered agent to accept service of process for the above stated corporation, at the place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes in all matters relative thereto.

  
FRANCIS C. GIARRUSSO  
Registered Agent

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TALLAHASSEE, FLORIDA  
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