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DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION

<u>OF</u>

PEDIATRIC OCCUPATIONAL THERAPY SERVICES, INC.

The undersigned, acting as Incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of this Corporation shall be: Pediatric Occupational Therapy

Services, Inc.

ARTICLE II

DURATION

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

ARTICLE III

PURPOSE

The general purposes for which this Corporation is organized are the following:

- A. To engage in and transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purposes in any way.
- B. To do such other things as are incidental to the purposes of this Corporation, or necessary or desirable in order to accomplish them.

C. To provide Occupational Therapy Services.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of Common Stock, having a par value of One (\$1.00) dollar per share. All said shares shall be payable in cash, property, labor, or services at a valuation to be fixed by the Board of Directors.

ARTICLE V

<u>ADDRESS</u>

The address of the principal office of this Corporation is: 8120 SW 139 Terrace, Village of Palmetto Bay, Florida 33158.

ARTICLE VI

DIRECTORS

The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1).

ARTICLE VII

INITIAL DIRECTORS

The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>

ADDRESS

Mercedes Fernandez

8120 SW 139 Terrace Village of Palmetto Bay

Florida 33158

David Fernandez

8120 SW I39 Terrace Village of Palmetto Bay Florida 33158

ARTICLE VIII

INCORPORATOR(S)

The name and address of the Incorporator(s) signing these Articles of incorporation is: Mercedes Fernandez, 8120 SW 139 Terrace, Village of Palmetto Bay, Florida 33158.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial Registered Office of this Corporation is 8120 SW 139 Terrace, Village of Palmetto Bay, Florida 33158.

The name of the initial Resgistered Agent of this corporation is:

Mercedes Fernandez, 8120 SW I39 Terrace, Village of Palmetto Bay,

Florida 33158.

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' Meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain Amendment to these Articles of Incorporation be made.

IIN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this /3 day of November, 2003.

Mercedes Fernandez, Incorporator

STATE OF Florida)

COUNTY OF Miami-Dade)

BEFORE ME, the undersigned authority, personally appeared, Mercedes Fernandez, personally known to me and known to be the person(s) described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he/she executed said instrument for the purposes therein expressed. WITNESS my hand and official seal this 13 day of November. 2003.

MY COMMISSION # DD 058215
OF 100 SEPTEMBER 18, 2005
1-800-3-NOTARY FL Notary Service & Bonding, Inc.

NOTARY PUBLIC

ACCEPTANCE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this statement, 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:

11/13/03