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OTHER FILINGS	REGISTRATION QUALIFICATION			
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Fictitious Name	Limited Partnership			
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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act; Hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1 NAME

The name of the corporation shall be: PROREHAB CORP



ARTICLE II PRINCIPAL OFFICE

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

1408 BRICKELL BAY DR. APT 1001 MIAMI, FL 33131

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Five (500) hundred shares one dollar (1) per value common stock

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Ricardo M. Malpartida 1408 Brickell Bay Dr. Apt 1001 Miami, Fl 33131

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Ricardo M. Malpartida 1408 Brickell Bay Dr Apt 1001 Miami, Fl 33131

ARTICLE VI DIRECTOR(S)

The name(s) and street address(es) of the director(s) to these Articles of Incorporation is (are):

Ricardo M. Malpartida (President & Secretary) 1408 Brickell Bay Dr. Apt 1001 Miami, Fl 33131

The undersigned in	corporator(s) l	has (have)	executed	these Articles of
	16 day		nuary	2004.

	was n	
	Signature	
	Signature	
<u> </u>	Signature	

<u>CERTIFICATE OF DESIGNATION</u> REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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 na	me and a	ddress of the	registered	agent and	office is:	
Ricard	o M. Ma	1partida				
			(NAME)			
1408 E	rickell	Bay Dr. A	pt 1001			
		(P.O. BOX	NOT ACCE	PTABLE)	· <u> </u>	
Miami,		131				

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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 THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AME FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNAT

DATE 01/14/04