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#### ARTICLES OF INCORPORATION

FILED

OF

PREMIER HEALTH CLINIC AND REHABILITATION

CENTER OF TALLAHASSEE, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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

# ARTICLE I

The name of the corporation shall be Premier Health Clinic and Rehabilitation Center of Tallahassee, Inc.

## ARTICLE II

This corporation shall exist perpetually.

## **ARTICLE III**

This corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

The corporation may also engage in any other activity or business permitted under the laws of the United States of America and the State of Florida.

#### **ARTICLE IV**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having a par value of One Dollar and No cents (\$1.00) per share.

## **ARTICLE V**

The principal place of business and mailing address of this corporation shall be 2811-C Industrial Plaza, Tallahassee, Florida 32301.

#### ARTICLE VI

The name and address of the initial registered agent is MICHAEL P. BIST, 1300 Thomaswood Drive, Tallahassee, Florida 32308.

### **ARTICLE VII**

The affairs of the corporation shall be managed by a board of directors, a president, a vice-president, a secretary and a treasurer. Such officers shall be elected at the first meeting of the board of directors following each annual meeting of members.

The name of the officers who are to serve until the first election are:

MEHRAN P. GHAZVINI - President/Secretary/Treasurer

#### ARTICLE VIII

The number of persons constituting the first board of directors of the corporation shall be one (1), and the name and address of the persons who shall serve as directors until the first election are:

#### MEHRAN P. GHAZVINI

2811-C Industrial Plaza Tallahassee, Florida 32301

## **ARTICLE IX**

The name and street address of the incorporator to these Articles of Incorporation is:

Mehran P. Ghazvini 2811-C Industrial Plaza Tallahassee, Florida 32301 IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22 day of July, 2004.

MEHRAN P. GHAZVINI Incorporator

STATE OF FLORIDA, COUNTY OF LEON.

**BEFORE ME**, the undersigned authority, personally appeared **MEHRAN P. GHAZVINI**, who first being duly sworn by me, and to me well known to be the individual described in the foregoing Articles of Incorporation, acknowledged to and before me that he executed the same for the purposes expressed therein.

WITNESS my hand and official seal on this day of July, 2004.



NOTARY PUBLIC

My Commission Expires:

GARDNER, WADSWORTH, DUGGAR, BIST & WIENER, P.A.
Attorneys for Corporation
1300 Thomaswood Drive
Tallahassee, Florida 32308
(850) 385-0070

# **REGISTERED AGENT DESIGNATION:**

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 TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

MICHAEL P. BIST

Address:

1300 Thomaswood Drive Tallahassee, Florida 32308

July 25, 2004

2004 JUL 26 P 1: 26 SECRETARY OF STATE