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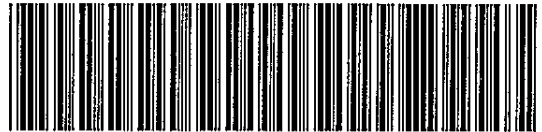
(Business Entity Name)

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 AUG - 8 AM 11:15

MRS
8/9

1245-33241

GERALD DUTY, P.L.

ATTORNEY AT LAW

MIAMI CENTER . 201 SOUTH BISCAYNE BOULEVARD . 28TH FLOOR . MIAMI, FLORIDA . 33131
TELEPHONE 305.913.7574. FACSIMILE 305.913.1301 . WWW.GERALDDUTY.COM

July 1, 2005

VIA OVERNIGHT COURIER

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Dear Sir or Madam:

Attached for filing, please find the Articles of Incorporation for Heartman Rehab Care for Kids, P.A., a professional association, along with a check for filing fees in the amount of \$70.00. If you have any questions, please do not hesitate to call me at 305-913-7574.

Sincerely,

Gerald Duty



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

July 12, 2005

GERALD DUTY
201 SOUTH BISCAYNE BLVD
28TH FLOOR
MIAMI, FL 33131

SUBJECT: HEARTMAN REHAB CARE FOR KIDS, P.A.
Ref. Number: W05000033241

We have received your document for HEARTMAN REHAB CARE FOR KIDS, P.A. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

A copy of a license or other legal authorization verifying the rendering of a personal service must accompany your articles of incorporation as a professional association.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist
New Filings Section

Letter Number: 305A00045897

ARTICLES OF INCORPORATION

OF

HEARTMAN REHAB CARE FOR KIDS, P.A.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 AUG -8 AM 11:15

Pursuant to the provisions of Chapter 607 and 621, Florida Statutes, Heartman Rehab Care for Kids, P.A. (the "Professional Association") adopts the following Articles of Incorporation:

ARTICLE ONE

Name and Principal Office

The name of the Professional Association is Heartman Rehab Care for Kids, P.A. The principal and mailing address of the Professional Association is 10395 Northwest 41st. Street, Suite 250, Doral, Florida 33178.

ARTICLE TWO

Registered Agent and Office

The street address of the Professional Association's registered office is 10395 Northwest 41st. Street, Suite 250, Doral, Florida 33178, and the name of its registered agent at such address is William P. Lynch.

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 as provided for in Florida Statutes, Chapter 607.



Registered Agent's Signature

ARTICLE THREE

Business Purpose

The business purposes to be conducted or promoted are:

(a) to engage in the business of providing comprehensive rehabilitation services as licensed health care providers to children and to do any and all things necessary and appropriate to carry out such business effectively, including, without limitation, the owning, leasing, management and operation of medical facilities and other physical properties, either directly or indirectly, or in concert with others; and

(b) to engage in any ancillary, lawful act or activity as permitted for this Professional Association under Chapter 621, Florida Statutes.

ARTICLE FOUR
Capital Stock

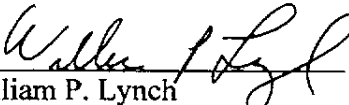
The total number of shares of all classes which this Corporation shall have the authority to issue is One Hundred Thousand (100,000) shares.

ARTICLE FOUR
Incorporators

The names and addresses of the incorporator is:

Name	Address
William P. Lynch	315 Cadima Avenue Coral Gables, Florida 33134

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hands as of the 1st day of July of 2005.



William P. Lynch