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LOUIS FIGUERAS, C. P. A.

4011 West Flagler St. #204

Miami, F1 33134 Tel: 305-631-0772 Fax: 305-631-1255

May 17, 2005 ....

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, F1 32314

SECHETARY DE TRANS

### Gentlemen:

Enclosed find the Articles of incorporation of Freedon Rehabilitation Center, Inc., which were executed on May 17, 2005. Also, enclosed find a check for \$ 78.50 to cover incorporation charges.

If you have any questions you may contact the undersigned.

Sincerely,

Louis Figueras, C.P.A.

## ARTICLES OF INCORPORATION OF FREEDOM REHABILITATION CENTER, INC.

The undersigned incorporator to these Articles of Incorporation, by these articles form a corporation for profit, pursuant to the laws of the State of Florida.

FIRST. The name of the corporation is FREEDOM REHABILITATION CENTER, INC.

SECOND. The period of duration of the corporation is perpetual.

THIRD. The purpose is to engage in any activity permitted under the laws of the United States and Florida.

FOURTH. The aggregate number of shares of Capital Stock which the Corporation has authority to issue is 5000, all of which shall be one class of common stock having a par value of \$ 1.00.

FIFTH. The address of its initial registered office is 7801 W.  $36^{th}$ . Ave. # 202, Hialeah, Fl 33018 and the name of the initial register agent at such address is RAUL ALMENDRO.

SIXTH. The initial board of directors will consist of one director, whose name and address is Raul Almendro, 7801 West  $\sim$  36<sup>th</sup>. Ave. #202, Hialeah, Fl 33018.

SEVENTH. The name and address of the incorporator is Raul Almendro, 7801 W 36<sup>th</sup> Ave. #202, Hialeah, Fl 33018.

EIGHTH. Preemptive Rights shall be as follows: each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the corporation convertible into or carrying a right to subscribe to acquire shares of any such unissued stock or treasury stock.

NINTH. The initial street address of the principal office of the Corporation in the State of Florida is 7801 W. 36<sup>th</sup>. Ave., #202, Hialeah, Fl 33018.

TENTH. The Corporation shall indemnify incorporator, officer and directors to the full extent permitted by law.

ELEVENTH. a. The Corporation adopts all contracts made on its behalf by the before-mentioned incorporator.

- b. The Corporation authorizes its directors to reimburse the before mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation and for any and all expenses incurred in the organization and formation of the Corporation.
- c. The directors of this Corporation shall have the sole discretion to determine the expenses for which the before-mentioned incorporator shall be reimbursed.

TWELVE. The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation of Freedom Rehabilitation Center, Inc.

HUENDO INCORPORATOR STATE OF FLORIDA

:ss COUNTY OF DADE;

ON THIS, 17<sup>th</sup>. day of May ,2005, before me, a notary duly authorized in the State of Florida, County of Dade, personally appeared, Raul Almendro, known to me to be the person described and who subscribed the above Articles of Incorporation, and who acknowledged that he executed the Articles of Incorporation for the purpose contained herein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year aforesaid.

NOTARY PUBLIC STATE OF FLORIDA

### CERTIFICATE DESIGNATING THE ADDRESS AND AGENT UPON WHOM PROCESS MAY SERVE

Freedom Rehabilitation Center, Inc., desiring to organize as a Corporation for Profit under the laws of the State of Florida, which will have its principal office in Florida, has named Raul Almendro, as it agent to accept service of process within this State.

#### ACKNOWLEDGMENT

Having been named to accept service of process for the above-described corporation, at the place designated in this certificate, I agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of our duties, and we specifically accept the duties and obligations prescribed by Section 607.325, Florida Statute.

Alvendus

05-17-2005 Date

STATE OF FLORIDA:

:ss

COUNTY OF DADE

Sworn to and subscribed this, 16th. day of May, 2005.

NOTARY PUBLIC/DATE

LOUIS FIGUERAS
MY COMMISSION # DD 126987
EXPIRES; June 27, 2008
Bonded Thru Budget Notary Services