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FLORIDA PROFIT/NON PROFIT CORPORATION

la scala rehabilitation II, inc.

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Prepared by:
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ARTICLES OF INCORPORATION
OF

LA SCALA REHABILITATION II, INC.
A FLORIDA CORPORATION

The undersigned incorporator(s) hereby forms the following corporation under the laws of the State of Florida:

ARTICLE I
NAME

The name of this corporation is **LA SCALA REHABILITATION II, INC.**

ARTICLE II
PURPOSE

The corporation is organized to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to issue is 100 shares of common stock. Said shares shall be of a single class and shall have a par value of \$1.00.

ARTICLE IV
TERM OF EXISTENCE

This Corporation is to exist perpetually as permitted by the laws of the State of Florida.

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**ARTICLE V
REGISTERED AGENT AND OFFICE**

The initial Registered Agent and the street address of the initial registered office of this corporation shall be:

**Justa Davila
6172 SW 164 Court
Miami, FL 33193-5742**

**ARTICLE VI
DIRECTORS**

This corporation shall have **one (1)** director initially. The number of directors may be changed from time to time in accordance with by-law adopted by the directors, but number shall never be less than one (1). The name and street address of the initial director of the corporation is:

**Justa Davila
6172 SW 164 Court
Miami, FL 33193-5742**

**ARTICLE VII
OFFICERS**

The names and addresses of each of the officers of this corporation, who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified and the statement of the number of shares of stock which each agrees to take is as follows:

**Justa Davila, President
Address: 6172 SW 164 Court
Miami, FL 33193-5742**

**ARTICLE VIII
INCORPORATORS**

The name and street address of the incorporator is:

**Justa Davila
6172 SW 164 Court
Miami, FL 33193-5742**

ARTICLE IX
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his others.

ARTICLE X
CUMULATIVE VOTING

At each election for Directors, cumulative voting by Shareholders as set forth in Florida Statutes, Chapter 607.097(4) shall be allowed.

ARTICLE XI
THE ADDRESS OF THE CORPORATION

Principal Address:
2668 S.W. 137 Ave
Miami, FL 33175

Mailing Address:
6172 SW 164 Court
Miami, FL 33193-5742

ARTICLE XII
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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign an written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set her hand and seal this

7 day of March, 2006.

By Justa Davila
Justa Davila, Incorporator

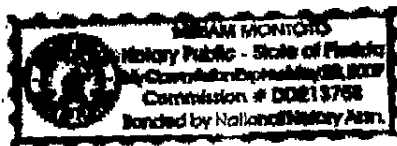
STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

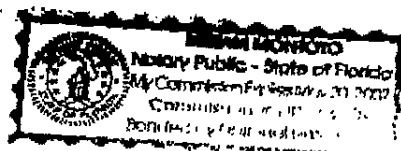
The foregoing instrument was acknowledged before me this 7 day of April, 2006,
by Justa Davila, who has executed the foregoing instrument and who did take an oath.

☒ personally known to me, or
produced identification as follows
D140-420-47-902-0

My commission expires:




Print Name: MIRIAM MONTANO
NOTARY PUBLIC



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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designed in these Articles, I hereby accept this appointment and agree to comply with the keeping open said office.

BY Justa Davila
Justa Davila, Registered Agent

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