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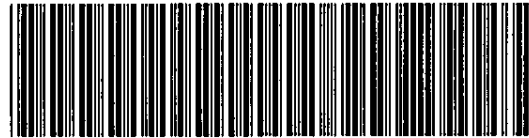
(Business Entity Name)

(Document Number)

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2012 FEB -9 AM 9:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers FEB 10 2012

**ARTICLES OF INCORPORATION  
OF  
ROCA Physical Therapy, Inc.**

The undersigned subscriber to these Articles of Incorporation, a natural person to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I – NAME**

The name of the corporation shall be ROCA Physical Therapy, Inc. The principal place of business of this corporation shall be 5300 Carolona Way South St. Petersburg, FL 33712-4932

**ARTICLE II – NATURE OF BUSINESS**

The purpose of this corporation is to engage in every phase and aspect of the business of treating patients who need physical therapy. This corporation may also engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE III – CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV – ADDRESS**

The street address of the initial office of the corporation shall be 5300 Carolona Way South St. Petersburg, FL 33712-4932 and the name of the initial registered agent is Calvin M. Smith.

**ARTICLE V – TERM OF EXISTENCE**

This corporation is to exist perpetually.

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### 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 pro rata share thereof at the price at which it is offered to others.

### ARTICLE VI – DIRECTORS

This corporation shall have one officer. The name and street address of the initial officer who shall hold office for the first year of the corporation, or until their successor is elected or appointed are:

Director/President/Treasurer/  
Secretary

Calvin M. Smith  
5300 Carolona Way South  
St. Petersburg, FL 33712-4932

### ARTICLES VII – INCORPORATOR

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

W. Brian Sherwin, CPA  
Fox, Sherwin & Company, P.A.  
7901 4<sup>th</sup> Street North, Suite 100  
St. Petersburg, Florida 33702

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this  
26<sup>th</sup> day of January, 2012.

Rita M. Wilson

W. Brian Sherwin, CPA  
W. Brian Sherwin, CPA



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In compliance with Section 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 agent/office, in the State of Florida.

1. The name of the corporation is: ROCA Physical Therapy, Inc.
2. The name and address of the registered agent is:

Calvin M. Smith  
5300 Carolona Way South  
St. Petersburg, Florida 33712-4932

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: 02/06/12

Calvin M. Smith

Calvin M. Smith

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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