

P95000025756

FILED

95 MAR 31 AM 11:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Foley & Lardner
(Requestor's Name)

(Address)
222-6100
(City, State, Zip) (Phone #)

OFFICE USE ONLY

700001445117
-03/31/95--01057--024
***122.50 ***122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Numark Rehabilitation, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☒ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

NANCY HENDRICKS MAR 31 1995

Examiner's Initials

ARTICLES OF INCORPORATION
OF
NUMED REHABILITATION, INC.

FILED
95 MAR 31 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLA.

THE UNDERSIGNED, acting as sole incorporator of NUMED REHABILITATION, INC. (hereinafter, the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, as hereafter amended and modified (the "FBCA") hereby adopts the following Articles of Incorporation for the Corporation:

ARTICLE I
Name

The name of the Corporation is:

NUMED REHABILITATION, INC.

ARTICLE II
Business and Activities

The Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
Shares

The total number of shares which the Corporation shall have the authority to issue shall be TEN THOUSAND (10,000) shares, consisting of a single class of common stock having a par value of \$0.01 per share.

ARTICLE IV
Preemptive Rights

No shareholder of the Corporation shall have any preferential or preemptive right to subscribe for or purchase from the Corporation any new or additional shares of capital stock or securities convertible into shares of capital stock, of the Corporation, whether now or hereafter authorized.

ARTICLE V
Principal Office

The address of the Principal Office of the Corporation is 2601 Jewel Road, Bellair Bluffs, Florida 34674. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

ARTICLE VI
Mailing Address

The mailing address of the Corporation is 2601 Jewel Road, Bellair Bluffs, Florida 34674.

ARTICLE VII
Initial Registered Office and Agent

The address of the Initial Registered Office of the Corporation is 2601 Jewel Road, Bellair Bluffs, Florida 34674, and the initial Registered Agent at such address is Susan Carmichael.

ARTICLE VIII
Initial Board of Directors

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as the initial Director and until successor Director(s) are elected and shall qualify is as follows:

Susan Carmichael	2601 Jewel Road
	Bellair Bluffs, Florida 34674

ARTICLE IX
Initial Officers

The names and addresses of the persons who are to serve as the initial officers of the Corporation until successor officers are elected and shall qualify and the corporate stations in which they shall serve are as follows:

President

Susan Carmichael	2601 Jewel Road
	Bellair Bluffs, Florida 34674

Vice President,
Chief Financial Officer and
Secretary

James P. Witherington 6505 Rockside Road
Suite 400
Independence, Ohio 44131-2342

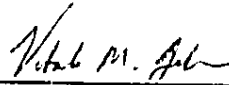
Assistant
Secretary

Martin L. Traber 100 North Tampa Street
Suite 2700
Tampa, Florida 33602

ARTICLE X
Incorporator

The name and address of the sole incorporator of the Corporation is:
Vitauts M. Gulbis, Foley & Lardner, 100 North Tampa Street, Suite 2700, Tampa,
Florida 33602.

IN WITNESS WHEREOF, these Articles have been signed by the
undersigned incorporator this 29th day of March, 1995.



Vitauts M. Gulbis,
Incorporator

**ACCEPTANCE OF APPOINTMENT BY INITIAL
REGISTERED AGENT**

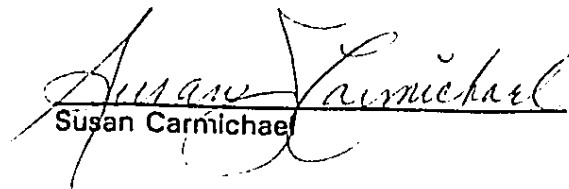
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SECRET
MILITARY INTELLIGENCE

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article VII of the foregoing Articles of Incorporation as Initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that she is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to her as Registered Agent of the corporation.

DATED, this 27 day of March, 1995.


Susan Carmichael

P95000025756

FOLEY & LARDNER

100 NORTH TAMPA STREET
SUITE 2700
POST OFFICE BOX 3391
TAMPA, FLORIDA 33601-3391
MLC 80662-105

200001493682
-05/26/95--01021--001
*****35.00, *****35.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____ (Corporation Name) _____ (Document #) *RA Change*
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

FILED
95 JUN 26 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

6/26/95
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Examiner's Initials

Document Number Only

RECEIVED

55 JUN 26 PM 12:05
DIVISION OF CORPORATION

CT CORPORATION SYSTEM

Requestor's Name

660 EAST JEFFERSON STREET

Address

TALLAHASSEE FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

Numed Rehabilitation, Inc.

☐ Profit
☐ NonProfit
☐ Limited Liability

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☒ Change of R.A.
☐ Fict. Filing

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

6/26/95
3:00

PLEASE RETURN EXTRA COPIES
FILE STAMPED

CR2E031 (1-89)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 7, 1995

MARTHA L. CASKEY, LEGAL ASSISTANT
FOLEY & LARDNER
P. O. BOX 3391
TAMPA, FL 33601-3391

SUBJECT: NUMED REHABILITATION, INC.
Ref. Number: P95000025756

We have received your document for NUMED REHABILITATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

To change the registered office and mailing address of the corporation, please complete the attached form and return it to this office.

Please return 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 (904) 487-6905.

Thoma Lewis
Corporate Specialist Supervisor

Letter Number: 295A00028143

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: NUMED REHABILITATION, INC.

1b. The mailing address of the corporation is: 5770 Roosevelt Blvd., Suite 700,
Clearwater, Florida 34620

1c. Date of incorporation: March 31, 1995 Document number: P9500062556

2. The name and address of the current registered agent and office:

Susan J. Carmichael

2601 Jewel Road

Bellair Bluffs, Florida 34674

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

CT Corporation System

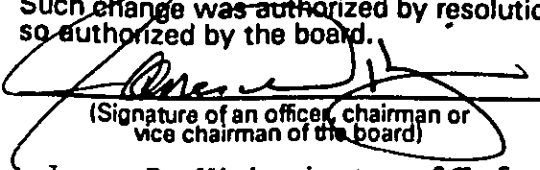
c/o CT Corporation System

1200 S. Pine Island Road

Plantation, Florida 33324

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Signature of an officer, chairman or
vice chairman of the board)

James P. Witherington CFO, Sec of Treas
(Printed or typed name and title)

June 20, 1995
(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


PETER F. SOUZA
ASSISTANT SECRETARY

(Signature of Registered Agent)

6/23/95
(Date)