

P95000035709

REGENCY REHAB INC.
8049 Arlington Expressway S-1
Jacksonville, Florida 32211

4-27

FILED
1995 MAY -2 PM 1:54
STATE
TALLAHASSEE, FLORIDA

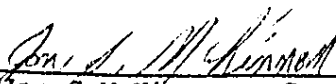
Department of State
Corporate Records/
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Dear Secretary of State:

Enclosed please find the original Articles of Incorporation and minutes of the first meeting, of REGENCY REHAB INC.

Also find enclosed a check made payable to the Secretary of State in the amount of \$122.50, which includes the statutory filing fee. Your assistance in establishing the Corporation to be known as REGENCY REHAB INC., is appreciated.

Respectfully,


Jon S McKinnon - Secretary

EFFECTIVE DATE

APR 27 1995

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-05/03/95--01036--019
****122.50 ****122.50



ARTICLES OF INCORPORATION
OF
REGENCY REHAB INC.

The undersigned Subscriber, a natural person competent to contract, desires to form a Corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation for such Corporation.

ARTICLE ONE

The name of the Corporation is REGENCY REHAB INC.

ARTICLE TWO

The Corporation shall begin its existence on the date these Articles of Incorporation are subscribed and acknowledged, and the duration of the Corporation thereafter shall be perpetual, unless sooner terminated in accordance with law.

ARTICLE THREE

The purpose for which the Corporation is organized is the transaction of any or all lawful business for which Corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The total number of shares of stock which the Corporation shall have authority to issue is ONE HUNDRED (100) all of one class, namely common stock, and the par value of each share is ONE (\$1.00) Dollar amounting in the aggregate to ONE HUNDRED (\$100) Dollars.

ARTICLE FIVE

The Corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The Principal and Registered mailing address of the initial registered office of this Corporation is 8049 Arlington Expressway S-1, Jacksonville FL 32211 and the name of its initial Registered Agent at such address is, Jon S McKinnon.

ARTICLE SEVEN

The Corporation shall have TWO (2) Directors, initially. The number of Directors may be changed from time to time by the Bylaws adopted by the Stockholders, but shall never be less than TWO.

ARTICLE EIGHT

The names and post office addresses of the initial Directors are as follows:

Jon S McKinnon
1169 Lee Road
Jacksonville, Florida 32225

EFFECTIVE DATE

APR 27 1995

Jimmy R Robbins
8621 Rockland Dr.
Jacksonville, Florida 32221

FILED
MAY -2 PM 1:10
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

ARTICLE NINE

The name and post office address of the Subscriber to these Articles of Incorporation is as follows: Jon S McKinnon, 1169 Lee Road, Jacksonville, Fl 32225

ARTICLE TEN

Each Stockholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value; thereof a pro rata portion of:

1. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or

2. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

ARTICLE ELEVEN

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation or in any amendment thereto in the manner now or hereafter prescribed by law, and all rights conferred upon Shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the Registered Agent states the following: "I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation".

Jon S. McKinnon
Jon S McKinnon - Agent

IN WITNESS WHEREOF, the undersigned, being the Subscriber hereinbefore named, for the purpose of forming a Corporation pursuant to Chapter 607, Florida Statutes, has signed and acknowledged the Articles of Incorporation at Jacksonville, Duval County, Florida this 4-27 day of _____, A.D., 1995.

Jon S. McKinnon
Jon S McKinnon

STATE OF FLORIDA)

COUNTY OF DUVAL)

I HEREBY CERTIFY, that on this day before me, a Notary Public duly authorized in the State and County above to take acknowledgements personally appeared Jon S McKinnon, to me known to be the person described as the Registered Agent in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed name.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Duval County, Florida this 27 day of 4-27, A.D., 1995.

Lillette S. Jacobs
Notary Public
My Commission Expires:



LILLETTE S. JACOBS
MY COMMISSION # CC 185485 EXPIRES
April 16, 1995
BONDED THROUGH TROY FAIRBANKS, INC.

FILED
1995 MAY -2 PM 1:54
CLERK OF STATE
TALLAHASSEE, FLORIDA

P95000035709

The Therapy Place, Inc.
attn: Jon McKinnon
2301 Park Ave. S-402
Orange Park, Fla. 32073
(904) 215-0850

FILED
96 NOV 25 PM 12:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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-11/07/96--01067--014
*****35.00 *****35.00

~~W96 24055~~
N/C

VS DEC 5 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 15, 1996

THE THERAPY PLACE, INC.
ATTN: JON MCKINNON
2301 PARK AVE., SUITE 402
ORANGE PARK, FL 32073

SUBJECT: REGENCY REHAB INC.
Ref. Number: P95000035709

We have received your document for REGENCY REHAB INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

The date of adoption of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption and the effective date. The date of adoption is the date the document was approved.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 396A00052138

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
96 NOV 25 PM 12:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Regency Rehab, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

The Therapy Place, Inc. is the new name.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

X **THIRD:** The date of each amendment's adoption: Oct. 4, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____,"
voting group

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 4th day of Oct, 4, 19 96

Signature

Jon S. McKinnon - chairman

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Jon S. McKinnon

Typed or printed name

Chairman

Title