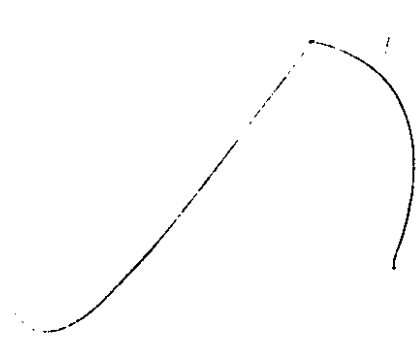


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6/13/95
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
PAX: (904) 922-4000
FROM: CORPORATE CREATIONS ENTERPRISES, INC
4521 PGA BLVD., S-211
Palm Beach Gardens FL 33418-0000
CONTACT: FRANK A RODRIGUEZ
PHONE: (407) 694-8107
FAX: (407) 694-1639
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: PD THERAPY SERVICES INC.

FAX AUDIT NUMBER: H95000006628
DATE REQUESTED: 06/13/1995
CERTIFIED COPIES: 0
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(((H95000006628)))

EFFECTIVE DATE
6-13-95

 6/14

H95000006628

Articles of Incorporation
of
PD Therapy Services Inc.

Article I. Name

The name of this Florida corporation is:
PD Therapy Services Inc.

EFFECTIVE DATE

Article II. Address

The mailing address of the Corporation is:

PD Therapy Services Inc.
123 Cassily Way
Jupiter FL 33458

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc. --
4521 PGA Boulevard, Suite 211
Palm Beach Gardens FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation

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Corporate Creations International Inc.
4521 PGA Boulevard • Suite 211
Palm Beach Gardens FL 33418-3967
(407) 694-8107

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Peter Draovitch

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
4521 PGA Boulevard • Suite 211
Palm Beach Gardens FL 33418-3967

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of June 13, 1995

The authorized representative of the incorporator executed these Articles of Incorporation on June 13, 1995

Corporate Creations International Inc.

By: 
Frank A. Rodriguez, President

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Corporate Creations International Inc.
4521 PGA Boulevard • Suite 211
Palm Beach Gardens FL 33418-3967
(407) 694-8107

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

CORPORATION:
PD Therapy Services Inc.

REGISTERED AGENT:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises, Inc.

By: Frank A. Rodriguez
Frank A. Rodriguez, President

Date: June 13, 1995

Corporate Creations International Inc.
4521 PGA Boulevard • Suite 211
Palm Beach Gardens FL 33418-3967
(407) 894-8107

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