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CORPORATION(S) NAME   **EFFECTIVE DATE**

6-30-95

NovaCare Rehab Agency of Florida, Inc.

(X) Profit   - Articles
( ) 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

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Effective date of
6/30/95

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JUN 1 7

NovaCare

Helping Make Life a Little Better
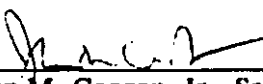
June __6__, 1995

State of __Florida__
Secretary of State

   Re: Consent to Use of Similar Name

Dear Sir or Madam:

  We hereby consent to use of the name "NovaCare Rehab Agency of __Florida__, Inc." by NovaCare Rehab Agency of __Florida__, Inc., a __Florida__ corporation.

        NovaCare, Inc., a Pennsylvania corporation

      By: _____
         John M. Coogan, Jr., Secretary

/samename.ltr

EFFECTIVE DATE
6-30-95

STATE OF FLORIDA

ARTICLES OF INCORPORATION

OF

NovaCare Rehab Agency of Florida, Inc.

FILED
95 JUN 15 PM 3: 25

TO BE EFFECTIVE ON JUNE 30, 1995

FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: NovaCare Rehab Agency of Florida, Inc.

SECOND: THE ADDRESS OF THE PRINCIPAL OFFICE, AND THE MAILING ADDRESS OF THE CORPORATION IS: 1016 West Ninth Avenue, King of Prussia, PA 19406

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: 1,000 shares

*FOURTH: (a) IF THE SHARES ARE TO BE DIVIDED INTO CLASSES, THE DESIGNATION OF EACH CLASS IS:

N/A

(b) STATEMENT OF THE PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS IN RESPECT OF THE SHARES OF EACH CLASS:

CLASS	PREFERENCES	LIMITATIONS	RELATIVE RIGHTS
N/A		N/A	

*FIFTH: (a) IF THE CORPORATION IS TO ISSUE THE SHARES OF ANY PREFERRED OR SPECIAL CLASS IN SERIES, THE DESIGNATION OF EACH SERIES IS:

N/A

(*Optional)

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    (b) STATEMENT OF THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES AS BETWEEN SERIES INSOFAR AS THE SAME ARE TO BE FIXED IN THE ARTICLES OF INCORPORATION:

SERIES	RELATIVE RIGHTS	PREFERENCES
N/A		

    (c) STATEMENT OF ANY AUTHORITY TO BE VESTED IN THE BOARD OF DIRECTORS TO ESTABLISH SERIES AND FIX AND DETERMINE THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES BETWEEN SERIES:

N/A

SIXTH: PROVISIONS GRANTING PREEMPTIVE RIGHTS ARE:

N/A

SEVENTH: PROVISIONS FOR THE REGUALTION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE:

N/A

EIGHTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 1200 South Pine Island Road, Plantation, Florida 33324 , AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS CT Corporation System

*NINTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS three (3) , AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:
Timothy E. Foster, 1016 W. 9th Ave., King of Prussia, PA 19406
Robert E. Healy, Jr., 1016 W.9th Ave., King of Prussia, PA 19406
William J. McGinnis, 1016 W. 9th Ave., King of Prussia, PA 19406

TENTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

Edsel A. Bittle, 1016 West Ninth Avenue, King of Prussia, PA 19406

THE UNDERSIGNED HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION

THIS_____6th_____ DAY OF_____June_____, 19_95_____.

SIGNATURE/TITLE

Edsel A. Bittle, Incorporator

_____
SIGNATURE/TITLE

_____
SIGNATURE/TITLE

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION 607.0501 (3) F.S.:   CT Corporation System   IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

DATED___June 7_____, 19__95_____

BY CT Corporation System

(TYPE NAME OF OFFICER)

Frank T. Stephens
Assistant Vice President
_____
(TITLE OF OFFICER)

(FLA - 1959)   -3-