

CHARLES PERRY, Attorney

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P95 0000 62653
AUG 7, 1995

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: WEST COAST REHAB, INC. EFFECTIVE DATE
8-5-95

Dear Sir:

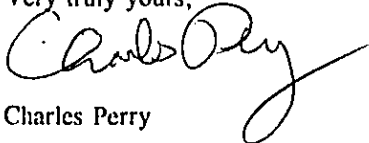
We do not need or want a certified copy of the enclosed Articles of Incorporation.

Please stamp the filing information on the enclosed copy and return it to our office.

Please note that the designation of registered agent is contained in the articles themselves.

Thank you for your assistance in this matter.

Very truly yours,


Charles Perry

CP:js
Enc.

P.S. PLEASE SEND A CERTIFICATE OF STATUS. \$8.75 enclosed.

FILED
1995 AUG 11 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****78.75 *****78.75

**ARTICLES OF INCORPORATION
OF
WEST COAST REHAB, INC.**

NOTARIAL PUBLIC
9-5-95

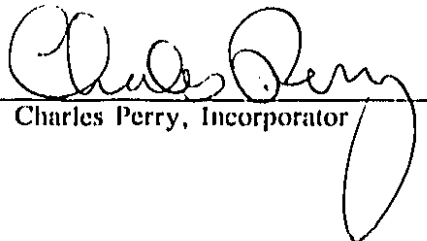
FILED
SEP 11 1995
CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

1. The name of the corporation is WEST COAST REHAB, INC.
2. The period of its duration is perpetual.
3. The purpose of the corporation is to engage in any businesses or activities which are permitted under the laws of the United States and the State of Florida.
4. The corporation shall have authority to issue 10,000 shares of one dollar par value common stock.
5. The address of the corporation's initial registered office is 1100 Cleveland Street, Clearwater, FL 34615.

The name of the registered agent at such address is Charles Perry
6. The principal office of the corporation is located at 1100 Cleveland Street, Suite # 900, Clearwater, FL 34615.
7. The number of directors constituting the initial Board of Directors is one, whose name and address is: Betty Byrd, 1100 Cleveland Street Suite #900, Clearwater, FL 34615.
8. The name and address of the incorporator is Charles Perry, 1100 Cleveland Street, #900, Clearwater, Florida 34615.
9. The Board of Directors shall have authority to adopt an embossed seal and printed

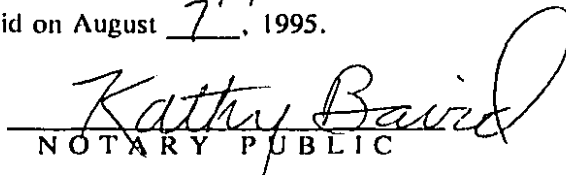
10. The corporation shall indemnify each director to the fullest extent permitted by law.
11. Corporate existence shall begin on August 5, 1995.


Charles Perry, Incorporator

STATE OF FLORIDA)
) S.S.
COUNTY OF PINELLAS)

Before me, the undersigned authority, personally appeared Charles Perry, well known to me to be the person described in and who subscribed the forgoing Articles of Incorporation and did free and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Clearwater, in the county and state aforesaid on August 7th, 1995.


NOTARY PUBLIC

My commission expires: Dec. 22, 1995

Personally Known x OR Produced Identification _____

Type of Identification Produced _____

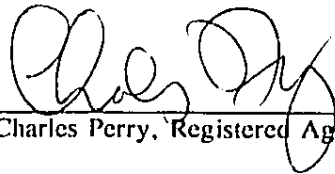
ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

In compliance with Section, 48.901, Florida Statutes, the following is submitted:

1. WEST COAST REHAB, INC. has named Charles Perry as its agent to accept service of process within Florida. The designation is contained in the Articles of Incorporation of such corporation.

2. Having been so named to accept service of process for the above corporation, at the place designated in this certificated, I hereby agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

DATED at Clearwater, Florida on August 5, 1995.



Charles Perry, Registered Agent

Registered Office:

1100 Cleveland Street, Suite 900
Clearwater, FL 34615

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA