

FERNANDEZ & SANDERSON, P.A.  
ATTORNEYS AT LAW

RE: FERNANDEZ  
STUART W. SANDERSON

100 SOUTH MOORE  
TAMPA, FLORIDA 33609  
PHONE: 251-5993  
FAX: (813) 254-7912

P95000071142

August 30, 1995

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

RECEIVED  
SEP 1 1995  
TAMPA, FLORIDA  
\*\*\*\*\*

Re: Tampa Bay Rehab Center, Inc.

Dear Sir/Madam:

Enclosed are the following instruments and documents in connection with the filing of the above-named corporation.

1. Original and one copy of the Article of Incorporation.
2. Check in the amount of \$70.00 for filing fees and designation.

Please issue the Certificate of Incorporation to the new corporation and send me a conformed copy of the enclosed Articles along with it.

If there are any additional requirements, please do not hesitate to contact our office. Thank you for your courtesy and attention.

Sincerely,

STUART W. SANDERSON

SWS/ir

Enclosures: Check

FILED  
SEP 12 1995  
TAMPA, FLORIDA

ARTICLES OF INCORPORATION  
OF  
TAMPA BAY REHAB CENTER, INC.

ARTICLE I. CORPORATE NAME

The name of the Corporation is TAMPA BAY REHAB CENTER, INC.

ARTICLE II. DURATION

The Corporation shall have perpetual existence.

ARTICLE III. PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is 3434 W. Columbus Drive, Suite 105, Tampa, Florida 33607.

ARTICLE IV. CAPITAL STOCK

The total number of shares which the Corporation shall have authority to issue is Five Hundred (500) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V. CORPORATE PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida General Corporation Act.

In general, the Corporation may possess and exercise all the powers and privileges granted by the Florida General Corporation Act or by any other law of Florida or by these articles of incorporation, together with any other law of Florida or by these articles of incorporation, together with any other powers incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purposes of the Corporation.

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is JACQUELINE RIVAS, 3434 W. Columbus Drive, Suite 105, Tampa, Florida 33607.

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1995 SEP 12 PM 9 46  
SECRETARY  
FILED

ARTICLE VII. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is JACQUELINE RIVAS, 3434 W. Columbus Drive, Suite 105, Tampa, Florida 33607.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial Director of the Corporation is:

JACQUELINE RIVAS  
3434 W. Columbus Drive  
Suite 105  
Tampa, Florida 33607

ARTICLE IX. BYLAWS

The power to adopt, alter, and amend or repeal Bylaws shall be vested in the Board of Directors and shareholders.

ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

ARTICLE XI. AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30th day of December, 1995.

  
\_\_\_\_\_  
JACQUELINE RIVAS

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

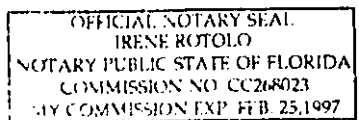
SUBSCRIBED AND SWORN to (or affirmed) before me this 21<sup>st</sup>  
day of January, 1997, by JACQUELINE RIVAS, who is  
personally known to me or has produced \_\_\_\_\_  
as identification.

Irene Roto  
NOTARY PUBLIC-SIGNATURE

Irene Roto  
NAME-TYPED, PRINTED OR STAMPED

\_\_\_\_\_  
COMMISSION NUMBER

2/25/97  
EXPIRATION DATE



CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT  
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

That TAMPA BAY REHAB CENTER, INC., desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 3434 W. Columbus Drive, Suite 105, Tampa, Florida 33607, has named JACQUELINE RIVAS, at 3434 W. Columbus Drive, Suite 105, Tampa, Florida 33607, as its agent to accept service of process within Florida.

Dated: September 21, 1997

JACQUELINE RIVAS, INCORPORATOR

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

JACQUELINE RIVAS  
REGISTERED AGENT

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

SUBSCRIBED AND SWORN to (or affirmed) before me this 21<sup>st</sup> day of September, 1997, by JACQUELINE RIVAS, who is personally known to me or has produced \_\_\_\_\_ as identification.

Irene Roto  
NOTARY PUBLIC-SIGNATURE

Irene Roto  
NAME-TYPED, PRINTED OR STAMPED

CC268023  
COMMISSION NUMBER

11/31/97  
EXPIRATION DATE

OFFICIAL NOTARY SEAL  
IRENE ROTOLO  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC268023  
MY COMMISSION EXP. FEB. 25, 1997

RECEIPT

I HEREBY ACKNOWLEDGE receipt from Jacqueline Rivas, in  
the amount of \$150.00 this 30th day of August, 1995.

Irene Roto  
IRENE ROTOLO

FILED  
1995 SEP 12 AM 9:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA