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CR2E031(10/92)

ARTICLES OF INCORPORATION

DIVIDION OF CORPORATIONS

96 JAN 19 PH 3: 08

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the laws of the State of Florida providing for the formation of a Corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of the State of Florida these Articles of Incorporation; and to that end we do, by these Articles, set forth:

ARTICLE I

The name of this Corporation (Which is hereinafter called the " Corporation " is:

PHYSICIANS REHABILITATION & WELLNESS CENTER, INC.

ARTICLE II

This Corporation shall exist perpetually. Corporate existence shall begin on the day upon which these Articles are approved by the Secretary of the State of Florida.

ARTICLE III

The purpose of this Corporation is to transact any or all lawful businesses for which Corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE IV

This Corporation is authorized to issue Five Hundred (500) Shares of Common Stock, which said shares shall have a par value of Ten (\$10.00) Dollars per share upon issuance.

ARTICLE V

The principal place of business of this Corporation shall be at 10030 SW 40 STREET MIAMI, FLORIDA 33165 with the privilege of having branch offices within and without the State of Florida.

ARTICLE VI

The initial registered agent of this Corporation upon whom process may be served is LILLIAM CAST and the initial registered office is located at 10030 SW 40 STREET MIAMI, FLORIDA 33165

ARTICLE VII

This Corporation shall have ONE director (s) initially. The number of directors shall be fixed by the bylaws and may be changed from time to time.

ARTICLE VIII

The name and street addresses of the initial director(s) of this Corporation are: ROSA SUAREZ 11357 WEST BISCAYNE CANAL ROAD MIAMI, FL 33161

The aforesaid director(s) shall hold office for the first year of this Corporation's existence or until a successor is chosen as provided for in the bylaws.

The initial officers of this Corporation and their addresses are:

President: ROSA SUAREZ - 11357 WEST BISCAYNE CANAL ROAD MIAMI, FL 33161

Vice President: ROSA SUAREZ

11357 WEST BISCAYNE CANAL ROAD MIAMI, FL 33161

Treasurer: ROSA SUAREZ

11357 WEST BISCAYNE CANAL ROAD MIAMI, FL33161

Secretary: ROSA SUAREZ

11357 WEST BISCAYNE CANAL ROAD MIAMI, FL 33161

ARTICLE IX

The name and street address of the incorporator(s) is/are:
ROSA SUAREZ 11357 WEST BISCAYNE CANAL ROAD MIAMI,FL 33161

The undersigned has (have) executed these Articles of Incorporation this 8 th day of JANUARY , 1996

Signature /Title ROSA SUAREZ / PRESIDENT

CERTIFICATE OF DESIGNATION RECISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

1.	The name of the Corporation is: PHYSICIAN REHABILITATION
8 1	WELLNESS CENTER, INC.
2.	The name and address of the registered agent and office is:
LI	LLIAM CAST 10030 SW 40 STREET MIAMI, FL 33165
4	Signature:
	Corporate Officer ROSA SUAREZ PRESIDENT
	Title:
	Date: 01/08/96
proce this Agent with comp]	ng been named as Registered Agent and to accept service of ess for the above stated Corporation at the place designated in Certificate, I hereby accept the appointment as Registered to and agree to act in this capacity. I further agree to comply the provisions of all statutes relating to the proper and lete performance of my duties, and I am familiar with and of the obligations of my position as keeply ered Agent.
Date:	: 01/08/96 Xilliam (in)
	Registered Agent

DIVISION OF CORPORATIONS
96 JAN 19 PH 3: 08

Page 4

State of Florida County of Lade

The foregoing Article on	s of Incorp	poration w	as acknowled -ROSA-SUAREZ	ged before me
known to me to be the		tor (a) of	PHYSICIAN	REHABILITATIO
and LILLIAM CAST			acknowledged	d and agreed
to the designation an	d duties o	f Register	ed Agent for	the above
mentioned Corporation	that is b	eing organ	ized under t	the laws of
the state of Mionida				

Notary Public, In and For the State of Florida, At Large

OFFICIAL NOTARY SEAL LOUIS F CAST NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC458671 MY COMMISSION EXP. MAY 3,1999

Expiration: