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THE ACCOUNT NO. : 07210000032

REFERENCE # 965669 647.5A

AUTHORIZATION:

COST LIMIT : \$ 70.00

ORDER DATE: May 24, 1996

ORDER TIME : 10:12 AM

ORDER NO. : 965669

CUSTOMER NO: 6475A

CUSTOMER: Mark A. Coel, Esq

ATKINSON DINER STONE &

MANKUTA, P.A. P. O. Drawer 2088

Hollywood, FL 33022-2088

DOMESTIC FILING

NAME:

UNITED REHABILITATION OF PALM

BEACH, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY

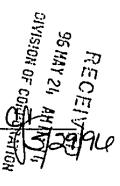
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

612-671 W96 -11192 DIVISION OF CONFORMING STATE OF STATE O

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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RESUBMIT

Please give original submission date as file date.

May 24, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: UNITED REHABILITATION OF PALM BEACH, INC.

Ref. Number: W96000011192

We have received your document for UNITED REHABILITATION OF PALM BEACH, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 696A0002624210H

RECEIVED 95 MAY 29 AH II: 38

ARTICLES OF INCORPORATION

ONVISED OF CONFORATIONS

96 HAY 24 PH 3: 26

OF

UNITED REHABILITATION OF PALM BEACH, INC.

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is UNITED REHABILITATION OF PALM BEACH, INC.

ARTICLE II

BUSINESS ADDRESS

The business address of this corporation is: 15127 Carter Road, Suite 101, Delray Beach, Florida 33446.

ARTICLE III

DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation by the Department of State.

ARTICLE IV

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 15127 Carter Road, Suite 101, Delray Beach, Florida 33446 and the name of the initial registered agent of this corporation at that address is Robert Mellman, M.D.

ARTICLE VII

BOARD OF DIRECTORS

This corporation shall have that number of directors as set forth in the corporation's bylaws.

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator is:

ROBERT MELLMAN, M.D. 1000 NW 9th Court Suite 201A Boca Raton, FL 33486

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 2^{3rd} day of $\frac{May}{}$, 1996.

ROBERT MELLMAN, M.D.

Incorporator

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

In compliance with Sections 48.091 and 607.0501, Florida Statutes, UNITED REHABILITATION OF PALM BEACH, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 15127 Carter Road, Suite 101, City of Delray Beach, State of Florida, has named ROBERT MELLMAN, M.D. located at 15127 Carter Road, Suite 101, Delray Beach, State of Florida, 33446, as its agent to accept service of process within the State of Florida.

| SIGNATURE: | Zelevit | mellinan | |
|------------|-----------|-------------|--|
| • | ROBERT ME | LLMAN, M.D. | |

TITLE: Incorporator

DATE: May 23, 1996

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby acknowledge that I am familiar with the obligations of such position and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

ROBERT MELLMAN, M.D.
Registered Agent

DIMISION PROPERTY OF STATE

May 23, 1996

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