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7/01/96 FLORIDA DIVISION OF CORPORATIONS 1:01 PM
PUBLIC ACCESS UNIT
TO: DIVISION OF CORPORATIONS FROM: CORPORATE CREATIONS INTERNATIONAL IN
DEPARTMENT OF STATE 401 OCEAN DR
STATE OF FLORIDA SUITE 312
409 EAST GAINES STREET MIAMI BEACH FL 33139-0000
TALLAHASSEE, FL 32399 CONTACT: JOHNNY C RODRIGUEZ
FAX: (904) 922-4000 PHONE: (305) 672-0686
FAX: (305) 672-9110
(((H96000009131))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: COMPREHENSIVE REHAB INC.
FAX AUDIT NUMBER: H96000009131 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/01/1996 TIME REQUESTED: 13:01:12
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
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(((H96000009131)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

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SECTION OF CORPORATIONS

96 JUL -1 PM 1:53

RECEIVED

**Articles of Incorporation
of
Comprehensive Rehab Inc.**

Article I. Name

The name of this Florida corporation is:
Comprehensive Rehab Inc.

Article II. Address

The mailing address of the Corporation is:
Comprehensive Rehab Inc.
42 Century Plaza
West Hillsboro Boulevard
Deerfield Beach FL 33442

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Paul Copenhaver
Luis Carrazana
A. Ronald Peterson
Cynthia Donahue

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective June 28, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on June 28, 1996

Corporate Creations International Inc.

By: Joseph P. Mata
Joseph P. Mata Vice President

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Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:
Comprehensive Rehab Inc.

REGISTERED AGENT:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Corporate Creations Enterprises, Inc.
Joseph P. Mata, Vice President

Date: 7/1/96

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Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

Comprehensive Rehab Inc.

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SHAREHOLDERS' RESOLUTION CHANGING CORPORATION ADDRESS

Dated July 1st, 1996

96 OCT 29 PM 3:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

UPON a duly made and seconded motion, the resolution that follows was duly adopted by the holders of a majority of the shares entitled to vote on the resolution.

RESOLVED, that the address of the Comprehensive Rehab Inc. Corporation's principal office is to be changed from 42 Century Plaza, West Hillsboro Boulevard, Deerfield Beach, Florida 33442, to 1892 West Hillsboro Boulevard, Deerfield Beach, Florida 33442.

FURTHER RESOLVED, that the officers of the Comprehensive Rehab Inc. Corporation are hereby directed to file in the Florida Department of State Division of Corporations' office a certificate setting forth the change of address of the Comprehensive Rehab Inc. Corporation.

The undersigned, Luis E. Carrazana, C.P.A., certifies that I am the duly appointed Secretary of Comprehensive Rehab Inc. Corporation and that the above is a true and correct copy of a resolution duly adopted at a meeting of the shareholders thereof, convened and held in accordance with law and the Bylaws of said Corporation on the 1st day of July, 1996, and that such resolution is now in full force and effect.

IN WITNESS THEREOF, I have affixed my name as Secretary of Comprehensive Rehab Inc. Corporation to this resolution.


Luis E. Carrazana, C.P.A.
Secretary


10/29

1892 West Hillsboro Boulevard, Deerfield Beach, Florida 33442

CDPC Management Inc.

~~CONFIDENTIAL~~

January 27, 1997

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

RE: Change of Address Request
Comprehensive Rehab Inc., 65-0676492

The new physical address for the corporation Comprehensive Rehab Inc., EIN 65-0676492 is the following:

1892 West Hillsboro Blvd.
Deerfield Beach, Florida 33442

The new mailing address for the corporation Comprehensive Rehab Inc., EIN 65-0676492 is the following:

Comprehensive Rehab Inc. c/o
CDPC Management Inc.
7657 Lake Worth Road
Lake Worth, Florida 33467

Would you please kindly change our address on your records, and would you please kindly mail us the 1997 Profit Corporation Annual Report packet which we have not received yet or a blank form thereof.

Thank you. If you have any questions, please call me at (561) 642-6836.

Sincerely,



Luis E. Carrazana, CPA
Secretary and Chief Financial Officer

7657 Lake Worth Road, Lake Worth, Florida 33467
Tel: (561) 642-6836 Fax: (561) 642-8345

K/S 1/31