

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
96 JUL 25 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE JUL 25 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/25		
TIME	2:00		
BY	DD		CK No. _____

WALK-IN
Will Pick Up _____

11-2526-7 PONDERS INC., THOMASVILLE, GA.

RE: Tallahassee Rebels' Motion
Center, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U B-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate KII		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s. _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		

SUBTOTALS

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

Articles of Incorporation
Of
Intercoastal Rehabilitation Center, Inc.

FILED

96 JUL 25 PM 1:00

STATE
OF FLORIDA

By the Articles of Incorporation, the incorporator forms a corporation for profit under Florida law.

Article I Name & ADDRESS

The name of this corporation is Intercoastal Rehabilitation Center, Inc. Whose principal address is 321 E. 15TH ST., WEST PALM BEACH, FL. 33401

Article II Term

This corporation shall exist perpetually.

Article III Purpose

The purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under chapter 607, Florida Statutes.

Article IV Capital Stock

This corporation is authorized to issue 1,000 shares of common stock of a par value of \$1.00 (one dollar) a share.

Article V Registered Agent

The registered agent for this corporation is Thomas McKinnon, 321 E. 15TH ST., WEST PALM BEACH, FL. 33401

Article VI Directors

This corporation shall have two directors initially. The number shall be fixed by the by-laws and may be changed from time to time.

Article VII Board Of Directors

The name and address of each member of the first board of directors is:

Thomas McKinnon
321 E. 15TH ST.
WEST PALM BEACH, FL. 33401

Adriana McKinnon
321 E. 15TH ST.
WEST PALM BEACH, FL. 33401

Article VIII Incorporator

The name and address of the Incorporator is Thomas McKinnon, 321 E. 15TH ST., WEST PALM BEACH, FL. 33401

Article IX Bylaws

After the adoption of the initial bylaws by the directors, the bylaws may be adopted, amended or repealed by the stockholders of this corporation. The board of directors may adopt bylaws, subject to the shareholders' approval at their next ensuing meeting. The bylaws adopted by the board of directors shall not conflict with those adopted by the stockholders.

Article X Stock Restrictions

By agreement stockholders of this corporation may restrict or limit the sale or transfer or both of the stock of the of this corporation, restrict the right to encumber the stock and provide for the consideration to be paid for the stock after its

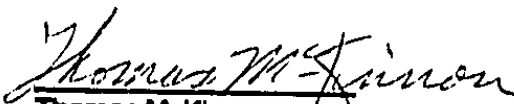
original issuance. The bylaws shall provide for transfer on the corporate books in conformity with any agreement.

Article XI Replacing Stock Certificates

The board of directors may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed stock certificates.

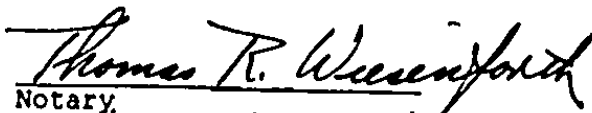
Article XII Amendment(s)

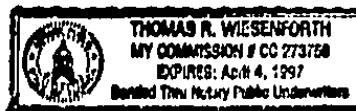
These articles of Incorporation may be amended in any manner provided by law.


Thomas McKinnon
Incorporator

STATE OF FLORIDA,
COUNTY OF Palm Beach.

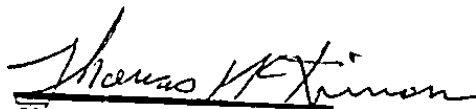
THE FOREGOING INSTRUMENT was acknowledged before me this 16th day of June 1996, personally appeared: Thomas McKinnon, who took an oath and has produced a valid Florida Drivers License as identification# 217 or is personally known.


Notary
Thomas R. Wiesenforth
Print



Consent Of Registered Agent

Having been named as registered agent for Rehabilitation Center, Inc. at the registered office designated in the foregoing articles, the undersigned hereby accepts the designation.


Thomas McKinnon
Registered Agent