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FORT LAUDERDALE, FL 33316
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P96000068727



PRESTATE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 057304 7104891

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 19, 1996

ORDER TIME : 9:11 AM

ORDER NO. : 057304

CUSTOMER NO: 7104891

CUSTOMER: Greg Ross, Esq
GREG ROSS & ASSOCIATES

400 S.e. Eighth Street

Fort Lauderdale, FL 33316

000001525075
-08/19/96-01011-001
***122.50 ***122.50

DOMESTIC FILING

NAME: DADE REHABILITATION CENTER,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
26 AUG 19 PM 12:26

RECEIVED
28/19/96
DIVISION OF CORPORATIONS
26 AUG 19 AM 9:59

ARTICLES OF INCORPORATION
OF
DADE REHABILITATION CENTER, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 19 PM 12:26

The undersigned incorporators, for the purposes of forming a corporation under the Florida Business Corporations Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME AND PRINCIPAL ADDRESS

The name of the corporation shall be DADE REHABILITATION CENTER INC.,. The principal address of the Corporation will be 17325 NW 27th Avenue, #111 Miami, Florida 33056.

ARTICLE TWO
DURATION

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

ARTICLE THREE
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida law.

ARTICLE FOUR
CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand five hundred (1,500) shares at a \$1.00 par share.

**ARTICLE FIVE
PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE SIX
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 13731 Stirling Road, Fort Lauderdale, Florida 33330 and the name of the initial registered agent at that address is RHONDA HERNANDEZ.

**ARTICLE SEVEN
INCORPORATORS**

The name and address of each person signing these Articles is:

NAME

ADDRESS

RHONDA HERNANDEZ

13731 Stirling Road
Fort Lauderdale, Florida 33330

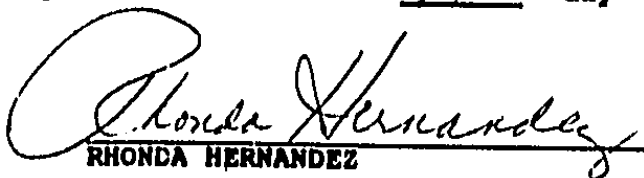
**ARTICLE EIGHT
INDEMNIFICATION**

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

**ARTICLE NINE
AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 14 day of August, 1996.


RHONDA HERNANDEZ

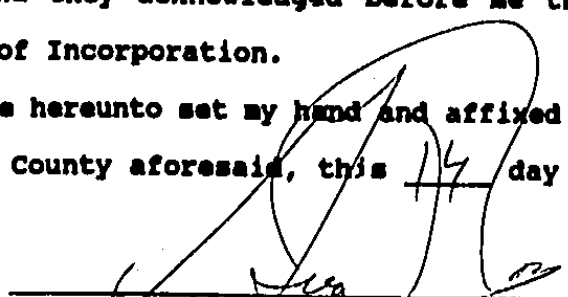
STATE OF FLORIDA)

COUNTY OF)

ss:

BEFORE ME, the undersigned officer duly authorized to administer oaths, personally appeared RHONDA HERNANDEZ, known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 14 day of August, 1996.


NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:



Print Name G. Ross

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 SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT RHONDA HERNANDEZ, DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED RHONDA HERNANDEZ, WITH PRINCIPAL ADDRESS OF 13731 STIRLING ROAD, FORT LAUDERDALE, FLORIDA, 33330, COUNTY OF DADE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

Rhonda Hernandez
RHONDA HERNANDEZ

TITLE

Pres.

DATE:

8/16/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:

Rhonda Hernandez
RHONDA HERNANDEZ,
(Resident Agent)

DATE

8/16/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 19 PM 12:26