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FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIQUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: ADVANCED REHABILITATION SERVICES INC.

AUDIT NUMBER.....H97000001681

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 29, 1997

CORPORATE CREATIONS

SUBJECT: ADVANCED REHABILITATION SERVICES INC.
REF: W97000002251

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FAX Aud. #: H97000001681
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**Articles of Incorporation
of
Advanced Rehabilitation Services Inc.**

Article I. Name

The name of this Florida corporation is:
Advanced Rehabilitation Services Inc.

Article II. Address

The mailing address of the Corporation is:
Advanced Rehabilitation Services Inc.
510 NW 207th Avenue
Pembroke Pines FL 33029

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Janny Hernandez
510 NW 207th Avenue
Pembroke Pines FL 33029

Article IV. Board of Directors

The name of each initial member of the Corporation's Board of Directors is:
Janny Hernandez

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. 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 applicable law.

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Article V. Capital Stock

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

Article VI. Incorporator

The name and address of the incorporator is:

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

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective January 29, 1997

The undersigned incorporator executed these Articles of Incorporation on
January 29, 1997

Corporate Creations International Inc.

By: Kara O'Donnell
Kara O'Donnell Vice President

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Corporate Creations International Inc.
401 Ocean Drive #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:
Advanced Rehabilitation Services Inc.

REGISTERED AGENT:
Janny Hernandez
510 NW 207th Avenue
Pembroke Pines FL 33029

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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.



Janny Hernandez
by K. O'Donnell as attorney-in-fact

Date: January 29, 1997

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Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code #125)
Miami Beach FL 33139-6629
(305) 672-0886