

P97000020576

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10149, 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 \$ _____ Out \$ _____

RE: South Florida Physical Therapy Group, P.A.

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

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 97 MAR 16 PM 12:59
 TALLAHASSEE, FLORIDA

SUBTOTALS

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

F. CHESNEY MAR 6 1997

REQUEST TAKEN CONFIRMED APPROVED
 DATE 3/6/97
 TIME 9:50
 BY DJL

WALK-IN
 Will Pick Up _____

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, 10% per Annum

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

OF

SOUTH FLORIDA PHYSICAL THERAPY GROUP, P.A.

For Professional Corporation
(FS § 607.0202 and Chapter 621)

The undersigned natural person, competent and licensed to practice physical therapy in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provision of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

I.

NAME OF CORPORATION

The name of the Corporation shall be SOUTH FLORIDA PHYSICAL THERAPY GROUP, P.A.

II.

PURPOSE

The general nature and purposes of business to be transacted, promoted and carried on by the Corporation are as follows:

A. To engage in every aspect in the practice of physical therapy, and all its fields of specializations, as are engaged in by physical therapists.

B. To engage and render the professional services involved only through its officers, agents and employees who shall be physical therapists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this Corporation.

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C. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

D. To engage in no other business other than the rendition of the professional services specified herein.

E. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

III.

CAPITAL STOCK

A. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time shall be 200 shares. Such shares shall be of a single class of common stock and shall be without par value.

B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

C. Shares of the Corporation's stock and certificates shall be issued only to Florida licensed physical therapists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation.

IV.

DURATION

The Corporation shall have perpetual existence or until dissolved on a vote of the shareholders as herein provided.

V.

REGISTERED AGENT

The address of this Corporation's initial registered office is 4720 S.W. 24th Avenue, Cape Coral, Florida 33914, and the name of its initial registered agent at said address is Andrea Jill Spear. The corporation's principal address and registered agent address are the same.

VI.

INCORPORATOR

The Incorporator's name and address are Andrea Jill Spear, 4720 S.W. 24th Avenue, Cape Coral, Florida 33914.

VII.

BOARD OF DIRECTORS

The Corporation shall have a Board of Directors consisting of one (1) person. The number of directors may be increased or decreased from time to time by a resolution of the majority of the stockholders but shall never be less than one. The name and address of the initial director of this Corporation is Andrea Jill Spear, 4720 S.W. 24th Avenue, Cape Coral, Florida 33914.

VIII.

INFORMAL SHAREHOLDER ACTION

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

STATE OF FLORIDA

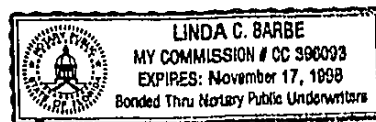
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 29 day of Feb., 1997, by ANDREA JILL SPEAR, who is personally known to me (or produced FDL as identification) and who did take an oath.

Linda C. Barbe
Notary Public

Name Printed: LINDA C. BARBE

Commission Expiration:



ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Andrea Jill Spear

Andrea Jill Spear
Registered Agent