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			SECRETARY OF TALLAHASSEE, FL	STATE	
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CR2E031 (1-89)

STATE OF FLORIDA ARTICLES OF INCORPORATION OF BFIT REHAB OF BOCA RATON, INC.

FIRST: The Corporate Name that satisfies the requirements of Section 607.0401 is: BFIT Rehab of Boca Raton, Inc.

SECOND: The street and mailing address of the initial principal office is: 8700 W. Bryn Mawr Avenue, 2nd Floor, Chicago, Illinois 60631.

THIRD: The number of shares the Corporation is authorized to issue is: One thousand (1,000).

FOURTH: Provisions for the regulation of the internal affairs of the Corporation are set forth in the By-Laws.

FIFTH: The street address of the initial registered office of the Corporation is: c/o CT Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324, and the name of its registered agent at such address is CT Corporation System.

SIXTH: The number of directors constituting the initial round of directors of the Corporation is three, and the names and addressees of the persons who are to serve as directors until the first annual meeting of stockholders or until their successors are elected and shall qualify are:

> <u>Name</u> Address

Lee S. Hillman 8700 W. Bryn Mawr Avenue Chicago, IL 60631

John W. Dwyer 8700 W. Bryn Mawr Avenue

Chicago, IL 60631 Cary A. Gaan 8700 W. Bryn Mawr Avenue

Chicago, IL 60631

SEVENTH: The name and address of each incorporator is:

> <u>Name</u> Address

Cary A. Gaan 8700 W. Bryn Mawr Avenue

Chicago, IL 60631

EIGHTH: These articles of incorporation shall be effective immediately upon filing.

The undersigned has executed these Articles of Incorporation this 2nd day of April, 1997.

Acceptance by the registered agent as required in Section 607.0501(3)F.S.: CT Corporation System is familiar with and accepts the obligations provided for in Section 607.0505.

CT CORPORATION SYSTEM

Date_ 4/4/97