

P97000032380

DATE: March 7, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

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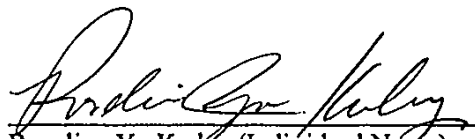
Re: **ProRehab, Co.**
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation fro the above named corporation.

Very truly yours,


Rosalina Yu Kerley (Individual Name)

ProRehab. Co.
Name of the Corporation

FILED
97 APR 10 AM 8:37
TALLAHASSEE, FLORIDA
SEC

MAILING ADDRESS OF CORPORATION/COMPANY

1801 Colonade St.
Inverness, Florida
34453

Telephone #: (352) 637-5823

APR 1 1997

W97-6404



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 19, 1997

ROSALINA YU KERLEY
1801 COLONADE ST.
INVERNESS, FL 34453

SUBJECT: PROREHAB CO.
Ref. Number: W9700006404

We have received your document for PROREHAB CO. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

THE REGISTERED AGENT LISTED IN YOUR ARTICLES OF INCORPORATION MUST BE CONSISTENT THROUGHOUT THE DOCUMENT.,

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 697A00013891

April 8, 1997

Sandy Ng
Document Specialist
Florida Department of State

Letter Number: 697A00013891

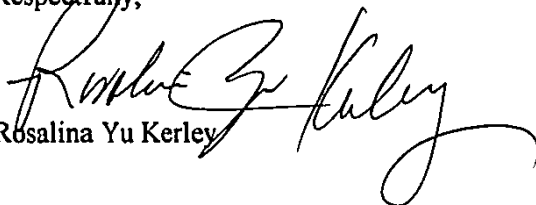
SUBJECT: PROREHAB CORP.
Ref. Number: W97000006404

Returning the corrected document for **PROREHAB CORP.** As follows:

- 1. Company name: From PROREHAB CO. To: PROREHAB CORP.**
- 2. Completed (one) incorporator name, business address and signature.**

I Thank you for the immediate response that your rendering. If more information needed please call (352) 637-5823.

Respectfully,


Rosalina Yu Kerley

ARTICLES OF INCORPORATION

of

PROBHAS CORP

(name of corporation)

FILED

97 APR 10 AM 8:37

SEC. OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

PROBHAS CORP

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock, par value \$ N/A per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
<u>1801 COLONADE ST.</u>		
CITY <u>INVERNESS</u>	FLORIDA <u>FL</u>	ZIP <u>34453</u>

Mailing address, if different

STREET ADDRESS		
<u>N/A</u>		
CITY	FLORIDA	ZIP

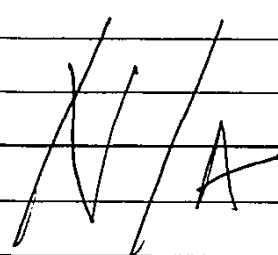
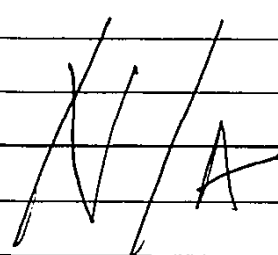
ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	<u>ROSALINA YU KERLEY</u>	
ADDRESS	<u>1801 COLONADE ST.</u>	
CITY	FLORIDA	ZIP
<u>INVERNESS</u>	<u>FL</u>	<u>34453</u>

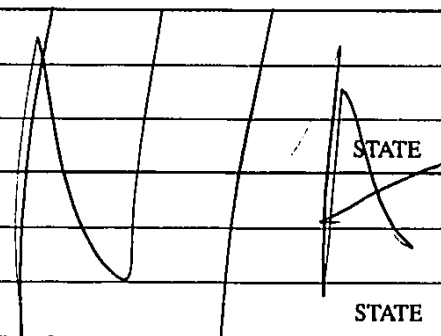
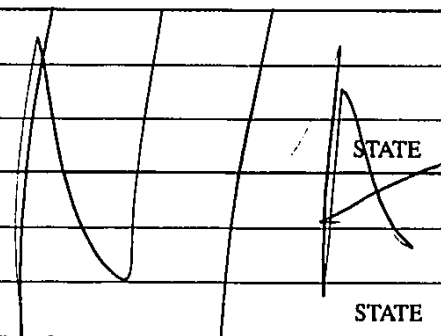
ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

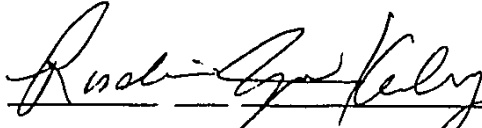

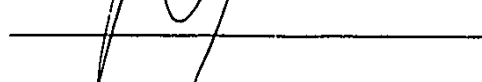
NAME	ROSALINA YU KERLEY		
ADDRESS	1801 COLONADE ST.		
CITY	INVERNESS	STATE	FL. ZIP 34453
NAME			
ADDRESS			
CITY			
NAME			
ADDRESS			
CITY			

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	ROSALINA YU KERLEY		
ADDRESS	1801 COLONADE ST.		
CITY	INVERNESS	STATE	FL. ZIP 34453
NAME			
ADDRESS			
CITY			
NAME			
ADDRESS			
CITY			

The undersigned incorporator(s) have executed these Articles of Incorporation this 3RD day of MARCH, 1997.

 (Signature)
 (Signature)
 (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

PROPOHAB. CORP.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 1801 COLONADE ST.

INVERNESS, FL. 34453

has named ROSALINA YU KERCY

located at the aforesaid address, as its registered agent to accept service of process within the state.

FILED
APR 10 AM 8:37
STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Rosalina Yu Kercy
(Signature)

3-7-97
(Date)