

P.970000 52258

6/12/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

4:12 PM

((H97000009716 6))

O: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: UNITED DIAGNOSTIC & REHAB ASSOCIATES, INC.

AUDIT NUMBER.....H97000009716

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

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

** INVALID SELECTION...PLEASE RE-ENTER **

ENTER SELECTION AND <CR>:

help F1 Option Menu F2

NUM

Connect: 00:09:03

FILED
97 JUN 13 PM 4:27
TALLAHASSEE, FLORIDA

P. 01-00000 JUN 13 1997

H 97000009716

ARTICLES OF INCORPORATION

OF

UNITED DIAGNOSTIC & REHAB ASSOCIATES, INC.

FILED
97 JUN 13 PM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation (which is hereinafter called "corporation" is: UNITED DIAGNOSTIC & REHAB ASSOCIATES, INC.

ARTICLE II

The general nature of the business to be transacted and the object and purpose for this corporation shall be unlimited as the laws of the State of Florida may allow.

ARTICLE III

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100 shares of common stock, having a par value of \$1.00. The consideration to be paid for each share shall not be less than \$1.00 in money, property, or services.

ARTICLE IV

This Corporation shall have perpetual existence.

ARTICLE V

The initial address of the Corporation shall be:

10757 Cleary Boulevard #307
Plantation, Florida 33324

Prepared by:

Harry M. Hausman, Esquire
235 N. University Drive
Pembroke Pines, Florida 33024
Ph: (954) 961-9905
Fla Bar No: 282235

H 97000009716

H 970000097 16

The Registered Agent for said Corporation shall be:

HARRY M. HAUSMAN
235 N. University Drive
Pembroke Pines, Florida 33024

ARTICLE VI

This Corporation shall initially have one (1) director. The number of directors may be increased or diminished from time to time in the manner provided for in the by-laws of the Corporation, but shall never be less than one (1) nor more than fifteen (15).

ARTICLE VII

The name and street addresses of the members of the first Board of Directors are:

David Rubin
10757 Cleary Boulevard #307
Plantation, Florida 33324

ARTICLE VIII

The first Officers of this Corporation are as follows:

David Rubin - President/Secretary
10757 Cleary Boulevard #307
Plantation, Florida 33324

The said Directors and Officers shall hold office for the first year of the Corporation or until their successors are elected or appointed and shall have qualified; provided, that nothing herein contained from filling vacancies in the offices caused by the resignation, death or removal of Directors or Officers. The name and address of the person signing these Articles of Incorporation is:

David Rubin
10757 Cleary Boulevard #307
Plantation, Florida 33324

H 97000009716

ARTICLE IX

The Corporation reserves the rights from time to time to amend, alter or repeal any provisions in its Articles of Incorporation to any manner now or hereafter permitted by Statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE X

The initial by-laws shall be adopted by the Board of Directors. The by-laws may contain any provisions for the regulation and management of the affairs of the Corporation not in consistent with Statute or with these Articles of Incorporation.

ARTICLE XI

Corporate existence shall begin upon the filing of the Articles of Incorporation with the Department of State of the State of Florida, or upon filing with the Secretary of State's Office within five (5) days of the date of notarization.

ARTICLE XII

Subject to the provisions of the Florida General Corporation Act, no contract or other transaction between this Corporation or any other Corporation shall be affected by the fact that any Director or Officer of this Corporation is interested in, or is a director or officer of, such other corporation, and any director or officer, individual or jointly, may be a party to, or may be interested in any contract or transaction of this corporation or in with any person, firm or corporation, shall be affected by the fact that any director or officer of this corporation is a party in any

H 97000009716

way connected with such person, firm, or corporation and every person who may be director or officer of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any firm, association, or a corporation in which he may be in any way interested.

ARTICLE XIII

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

IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto set my hand and seal this 12th day of June, 1997, for the purpose of forming this Corporation under the laws of the State of Florida.

David Rubin (Seal)
DAVID RUBIN

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

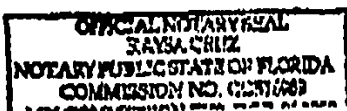
BEFORE ME, the undersigned authority, personally appeared, DAVID RUBIN, who, after first being duly sworn, under oath acknowledges that she signed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at the City of Plantation, County of Broward, State of Florida, this 12th day of June, 1997.

Notary Public
NOTARY PUBLIC, State of Florida
at Large.

MY COMMISSION EXPIRES:

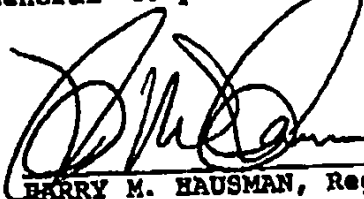
H 97000009716



H97000009716

ACKNOWLEDGEMENT BY REGISTERED AGENT

HARRY M. HAUSMAN, having been named in the Articles of Incorporation to accept service of process for the above named Corporation at the place designated herein, hereby accepts and consents to act in this capacity and agrees to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.



HARRY M. HAUSMAN, Registered Agent

FILED

97 JUN 13 PM 4:27

TALLAHASSEE, FLORIDA

H97000009716