



THE UNITED STATES  
CORPORATION  
COMPANY

P97000056296

ACCOUNT NO. : 072100000032

REFERENCE : 440205 7107770

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 70.00

ORDER DATE : June 24, 1997

ORDER TIME : 9:26 AM

ORDER NO. : 440205-010

CUSTOMER NO: 7107770

CUSTOMER: Mr. John Korf  
MR. JOHN KORF

400002223474--0

Suite 306  
2929 East Commercial Boulevard  
Fort Lauderdale, FL 33308

DOMESTIC FILING

NAME: CLEARWATER REHAB, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

FILED  
97 JUN 26 AM 11:18  
TALLAHASSEE, FLORIDA

RECEIVED  
97 JUN 26 AM 10:34  
TALLAHASSEE, FLORIDA

BN JUN 26 1997

FILED

97 JUN 26 AM 11:18

ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CLEARWATER REHAB, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CLEARWATER REHAB, INC.

The address of the principal office of this corporation shall be 2929 East Commercial Boulevard, Suite 306, Fort Lauderdale, Florida 33308, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Ralph Rosenberg	2929 East Commercial Boulevard
	Suite 306
	Fort Lauderdale, Florida 33308

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.

1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on June 26, 1997.

Deborah D. Skipper

Incorporator

It's Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Deborah D. Skipper  
It's Agent, Deborah D. Skipper  
Authorized Service Representative  
Corporation Service Company

FILED  
97 JUN 26 AM 11:18  
TALLAHASSEE, FLORIDA

TFR/TONYA C. HOLLIDAY