

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

July 24, 1997

Subject: LGH Physical Therapy, P.A.

Enclosed is an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

Please provide a certificate of status and a certified copy of these articles.

A check for \$122.50 is enclosed. This represents payment for:

\$35.00 Filing Fee  
\$35.00 Designation of Registered Agent  
\$52.50 Certified Copy

From: 

William R. Heitz, Esq.  
President  
William R. Heitz, P.A.  
1801 South Federal Highway  
Suite 245  
Delray Beach, Florida 33483  
(561) 274-7000  
FBN: 0007640

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TALLAHASSEE, FLORIDA  
DIVISION OF STATE

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ARTICLES OF INCORPORATION

OF

LGH Physical Therapy, P.A.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these articles of incorporation, being duly licensed to practice Physical Therapy under the laws of the state of Florida, adopt(s) these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

ARTICLE I. NAME

The name of the professional service corporation is LGH Physical Therapy, P.A..

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 1387 SW 18th Street, Boca Raton, Florida 33486

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of Physical Therapy. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 1,000 shares of common stock having a par value of \$1.00 per share.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice Physical Therapy in the state of Florida.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 1801 South Federal Highway, Suite 245A, Delray Beach, Florida 33483. The name of the initial registered agent at that address is William R. Heitz, P.A.

#### ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of 1 members. The name(s) and address(es) of the member(s) of the first board of directors are:

Name	Address
Lenore G. Heitz, P.T.	1387 SW 18th Street, Boca Raton, Florida 33486

#### ARTICLE VIII. SUBSCRIBER(S)

The name(s) and address(es) of the person(s) signing these articles of incorporation as subscriber(s) are:

Name	Address
Lenore G. Heitz, P.T.	1387 SW 18th Street, Boca Raton, Florida 33486


#### ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice Physical Therapy in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

#### ARTICLE X. AMENDMENT

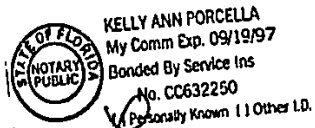
The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscriber(s) executed these articles of incorporation on July 22, 1997.

  
Lenore G. Heitz, P.T.

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing articles of incorporation were acknowledged before me on this 22nd day of July, 1997 by  
Lenore G. Heitz, P.T.



  
Notary Public - State of Florida  
Kelly Ann Porcella  
Print, Type, or Stamp  
Commissioned  
Name of Notary Public

Personally Known ..... OR Produced Identification .....  
Type of Identification Produced Lenore G. Heitz, P.T.

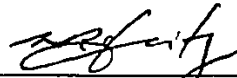
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ACCEPTANCE OF REGISTERED AGENT

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The undersigned, being the person named in the articles of organization of J.G.H. Physical Therapy, P.A., as the registered agent of this Professional Association, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.



Name: William R. Heitz, P.A.

Address: 1801 S. Federal Hwy. Suite 245A

Delray Beach, FL 33483  
Registered Agent