

P970000 66446

S

12:33 PM

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000012498 6))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

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

ACCT#: 072450003255

FAX #: (305)541-3770

GRESSIVE REHAB. SERVICES INC.

AUDIT NUMBER.....H97000012498

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

CERT. OF STATUS..0

PAGES..... 5

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. \*\*

ENTER SELECTION AND <CR>: 7/31/97  
Help F1 Option Menu F2

F

NUM

Connect: 00:04:17

5

FILED  
97 JUL 31 PM 2:43  
TALLAHASSEE, FLORIDA

F. CHIDBORN JUL 31 1997

(5)

ARTICLES OF INCORPORATION  
OF

H 97000012498

PROGRESSIVE REHAB. SERVICES INC.

FILED  
97 JUL 31 PM 2:43  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation is Progressive Rehab Services Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office of Progressive Rehab. Services Inc. is located at:

129 NE 167 Street, North Miami Beach Florida

ARTICLE III - DURATION

The corporation is to commence its corporate existence on the date of filing of these Articles of Incorporation and shall exist perpetually thereafter unless dissolved sooner according to law.

ARTICLE IV - PURPOSE

The purpose or purposes for which the Corporation is organized are as follows:

- A. To engage in the delivery of Professional Rehabilitative services and to engage in any or all lawful business for which a corporation may be incorporated under the provisions of the Florida General Corporation Act.
- B. To conduct its business in all states, territories, districts and possessions of the United States of America; and to maintain offices and agencies in any and all states, territories, districts and possessions of the United States of America.
- C. To engage in and carry on any business which may conveniently be conducted in conjunction with any business of the Corporation and such other purposes lawful to the corporation under the provisions of the Florida General Corporation Act which shall be approved by the Board of Directors of the Corporation.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is FIVE THOUSAND (5,000) shares of common stock, one dollar (\$1.00) par value. Each outstanding share shall be entitled to one vote on each matter submitted to a vote at shareholders meetings.

ARTICLE VI - PREEMPTIVE RIGHTS

There are no provisions limiting or denying to shareholders the preemptive right to acquire additional shares of the corporation.

Kenneth A Charles C.P.A

2nd Floor

1080 Caribbean Way

Miami, Florida 33132

(305) 539-4408

H 97000012498

H 97000012498

#### ARTICLE VII - REGULATION OF INTERNAL AFFAIRS

The provisions for regulation of the internal affairs of the corporation are by duly adopted By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not later, amend or repeal any By-Laws adopted by the shareholders if the shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

#### ARTICLE VIII - BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors. Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by the shareholders. The number of Directors constituting the initial Board of Directors of the Corporation is 5. The number of directors may thereafter be increased or decreased from time to time in accordance with the By-Laws of the corporation. In no event shall there be less than TWO (2) Directors. The name and street address of the initial Directors who shall hold office until the first annual meeting of Shareholders or until her successors are elected and shall qualify are:

Anne McCormick  
18161 SW 25th Street  
Miramar, Fla. 33029

Nivia L. Binett  
10346 Sw 20<sup>th</sup> St.  
Miramar, Fla. 33025

Simona James  
4025 SW 152. Ave  
Miramar Fla. 33027

Earl S Nottage  
10825 SW 152. Terr.  
Miami, Fla. 33157

Lucie Robitaille  
8701 SW 14<sup>th</sup> Street  
Pembroke pines, Fla. 33025

#### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of director, to the full extent now or hereafter permitted by law, except in relation to matters as to which such officer or director shall have been finally adjudged by a court of competent jurisdiction to be liable by reason of having been guilty of gross negligence or willful misconduct in the performance of her duty as such director or officer.

#### ARTICLE X - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

H 97000012498

H 97000012498

ARTICLE XI - INCORPORATORS

The name and address of the incorporators are:

Anne McCormick  
18161 SW 25th Street  
Miramar, Fla. 33029

Nivia L Binett  
10346 Sw 20<sup>th</sup> St.  
Miramar, Fla. 33025

Simona James  
4025 SW 152 Ave  
Miramar Fla. 33027

Earl S Nottage  
10825 SW 152 Terr.  
Miami, Fla. 33157

Lucie Robitaille  
8701 SW 14<sup>th</sup> Street  
Pembroke pines, Fla. 33025

ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT


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


KENNETH A CHARLES CPA  
17813 NW 16 STREET  
PEMBROKE PINES, FLORIDA 33029

IN WITNESS WHEREOF, the undersigned, as Incorporator, do hereby execute these Articles of Incorporation on July 23, 1997.

  
Anne McCormick, Incorporator

  
Nivia Binett, Incorporator

  
Simona James, Incorporator

  
Earl Nottage, Incorporator

  
Lucie Robitaille, Incorporator

H 97000012498

H 97000012498

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Progressive Rehab Services Inc.,

2. The name and address of the registered agent and office is:

KENNETH A CHARLES CPA  
17813 NW 16 STREET  
PEMBROKE PINES, FLORIDA 33029

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATION, 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 THE AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
KENNETH A. CHARLES CPA

7/25/97  
DATE

FILED  
97 JUL 31 PM 2:43  
TALLAHASSEE, FLORIDA

H 97000012498