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JOHN T. CHANDLER

FILED

ATTORNEY AT LAW

97 DEC 31 PM 1:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIRGINIA AVENUE PROFESSIONAL CENTRE
900 VIRGINIA AVENUE, SUITE 7
FORT PIERCE, FL 34982

(561) 464-3774

VIA: FEDERAL EXPRESS

EFFECTIVE DATE

1-1-98

December 29, 1997

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***122.50 ***122.50

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

Re: Fort Pierce Physical Therapy, Inc.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing fee	\$ 35.00
Certified copy	52.50
Registered agent fee	35.00
<u>TOTAL</u>	<u>\$122.50</u>

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Sincerely,



JOHN T. CHANDLER

JTC/jw

Enclosures

P. Hall

DEC 31 1997

ARTICLES OF INCORPORATION

OF

FORT PIERCE PHYSICAL THERAPY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION the incorporator forms a corporation for profit under Florida law.

1. NAME. The name of the corporation is FORT PIERCE PHYSICAL THERAPY, INC.

EFFECTIVE DATE

1-1-98

2. TERM. The corporation shall exist perpetually. Corporate existence shall begin January 1, 1998, or when these articles are filed with the Department of State, whichever is later.

3. PURPOSE. The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

4. CAPITAL STOCK. This corporation is authorized to issue 100 shares of common stock of a par value of \$1.00 per share. The board of directors may dispose of the authorized but unissued stock from time to time, but every shareholder may purchase his prorata share, as near as can be done without the issuance of fractional shares, on the sale for cash of any previously unissued or new stock of this corporation at the same price at which it is offered to others.

5. REGISTERED AGENT. The initial registered agent for this corporation is Patricia Swayngim, and the initial registered office is located at 6007 Spruce Drive, Fort Pierce, FL 34982.

6. CORPORATE ADDRESS. The corporation's initial principal office is located at 6007 Spruce Drive, Fort Pierce, FL 34982, and the mailing address is the same.

7. DIRECTORS. This corporation shall have one director initially. The number of directors shall be fixed by the bylaws.

8. INITIAL DIRECTORS. The name and address of the first board of directors, who shall hold office until the first annual meeting of stockholders, is Patricia Swayngim, 6007 Spruce Drive, Fort Pierce, FL 34982.

9. INCORPORATOR. The name and address of the incorporator is Patricia Swayngim, 6007 Spruce Drive, Fort Pierce, FL 34982.

10. AMENDMENT OF ARTICLES. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

Dated this 29th day of December, 1997.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Patricia Swayngim
PATRICIA SWAYNGIM

STATE OF FLORIDA
COUNTY OF ST. LUCIE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared PATRICIA SWAYNGIM, who is personally known to me or who was identified by FL Driver License, who executed the foregoing instrument and who acknowledged before me that she executed the same.

WITNESSETH my hand and official seal in the County and State last aforesaid this 29th day of December, 1997.

Jean M. Woodard
NOTARY PUBLIC - STATE OF FLORIDA
Jean M. Woodard
Notary Public, State of Florida
Commission No. CC 541651
My Commission Expires 3/20/00
Bonded Through Fla. Notary Service & Bonding Co.

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

Patricia Swayngim
PATRICIA SWAYNGIM