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SANDRA P. GREENBLATT  
BOARD CERTIFIED HEALTH LAW ATTORNEY

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-04/26/99--01151--005  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

April 21, 1999

Florida Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Amendment to Articles of Incorporation/Able Physical Therapy Services, Inc./Name Change

Dear Sir or Madam:

Please file the enclosed Amendment to Articles of Incorporation of Able Physical Therapy Services, Inc. and return a certified copy to the address above. Enclosed is a check for \$43.75 payable to the Secretary of State, as payment for the filing fee and certified copy. Thank you for your prompt attention.

Sincerely,

  
Sandra Greenblatt  
Attorney at Law

cc: Elliot S. Cohen, M.D.

FILED  
99 JUN-4 PM 2:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OK  
P98000000040  
205 NC  
6-4-99  
Cert Copy



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 6, 1999

SANDRA P. GREENBLATT  
3109 STIRLING ROAD, SUITE 101  
FT. LAUDERDALE, FL 33312-6526

SUBJECT: ABLE PHYSICAL THERAPY SERVICES, INC.  
Ref. Number: P98000000040

We have received your document for ABLE PHYSICAL THERAPY SERVICES, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain  
Corporate Specialist

Letter Number: 299A00024732

**AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
ABLE PHYSICAL THERAPY SERVICES, INC.**

Able Physical Therapy Services, Inc. (the "Corporation"), through the action of the undersigned, as the sole shareholder of the Corporation, hereby amends the Articles of Incorporation pursuant to Section 607.1006, Florida Statutes, for the purpose of changing the name of the Corporation.

1. The Corporation hereby duly adopts the following amendments to its Articles of Incorporation:

Article I shall be modified as follows:

**"ARTICLE I"**

The name of the Corporation shall be: "Elliot S. Cohen, M.D., Inc."

2. All of the provisions of the Articles of Incorporation not amended herein are hereby ratified, confirmed and shall remain unchanged.

3. The foregoing amendments were adopted by the undersigned, as the sole shareholder of the Corporation, effective as of April 16, 1999.

**IN WITNESS WHEREOF**, the undersigned, as Vice President of the Corporation, has executed these Articles of Amendment to the Articles of Incorporation.

  
\_\_\_\_\_  
Elliot S. Cohen, M.D., Shareholder and Vice President

STATE OF FLORIDA     )  
                                  )  
COUNTY OF BROWARD   )

:SS

The foregoing instrument was acknowledged before me this 16 day of April, 1999, by Elliot S. Cohen, M.D., the Vice President and sole shareholder of Able Physical Therapy Services, Inc., who is personally known to me or produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public, State of Florida

Debra Cote  
\_\_\_\_\_  
Print Name



DEBRA COTE  
My Commission CC499849  
Expires Oct. 08, 1999

My Commission Expires: OCT. 08, 1999

ELLIOT S. COHEN, M.D., P.A.  
1801 W. HILLSBORO BLVD.  
DEERFIELD BEACH, FL 33442

May 28, 1999

Carol Mustain, Corporate Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: ABLE PHYSICAL THERAPY, INC./Ref No.P98000000040;  
ELLIOT S. COHEN, M.D., P.A.

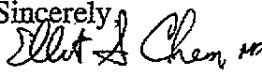
Dear Ms Mustain:

On May 6, 1999, you advised us that the name of Able Physical Therapy Services, Inc. could not be changed to "Elliot S. Cohen, M.D., Inc." due to the existence of an active Florida corporation named Elliot S. Cohen, M.D., P.A. You returned our Amendment to the Articles of Incorporation of Able Physical Therapy Services, Inc. of April 16, 1999.

Enclosed are Articles of Dissolution for Elliot S. Cohen, M.D., P.A., approved by the sole shareholder on May 28, 1999. Please be advised that this dissolution will not be revoked, nor will this P.A. be reinstated. Enclosed is our check for \$43.75 for the filing of the Articles of Dissolution and a certified copy of same to be returned to us.

Upon filing the Articles of Dissolution for the P.A., please refile the Amendment to the Articles of Incorporation of Able Physical Therapy Services, Inc. to change the name of the corporation to Elliot S. Cohen, M.D., Inc. I understand that our prior payment of \$43.75 will cover this refile (and a certified copy returned to us).

Thank you for your assistance in this matter. Please call my attorney, Sandra P. Greenblatt, Esq. at (954) 967-0440 if you require any further information.

Sincerely,  
  
Elliot S. Cohen, M.D.  
President