



**CINDY A. BARWELL, P.A.**

*Attorney at Law\**

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*\*Admitted in Florida and Colorado*

March 24, 1998

**P98000029013**

Secretary of State  
Division of Corporations  
Tallahassee, Florida 32301

Re: *Action Therapy, Inc.*  
Therapy Solutions, Inc.

FILED  
98 MAR 27 PM 12:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir/Madam,

Enclosed please find the original and one copy of the Articles of Incorporation for the proposed corporation named above.

Please certify and return to this office the duplicate copy of these Articles of Incorporation, in the enclosed self-addressed stamped envelope.

Enclosed is our check in the amount of \$122.50 in payment of the following:

Filing Fees	\$35.00
Certified Copy	52.50
Registered Agent Designation	35.00

000002470540--2  
-03/27/98-01053-003  
\*\*\*122.50 \*\*\*122.50

If there are any questions relative to this matter, please do not hesitate to contact me.

Sincerely,

*[Signature]*  
Cindy A. Barwell, Esquire  
CAB/mtf/enc.

*Cindy* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *Art I*  
DATE *3-30-98*  
DOC. EXAM *BR*

F. CHESSE

MAR 30 1998

ARTICLES OF INCORPORATION  
FOR

ACTION THERAPY, INC.

The undersigned subscribers of these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is ACTION THERAPY, INC.

ARTICLE II

The general nature of the business and the objects, purposes and powers to be transacted and carried on by this corporation are:

1. To provide physical therapy services, evaluation and treatment, to individuals who are in need of their services or desire their services.
2. To sell, lease, and exchange real estate and to actively solicit and procure vendors and purchasers of real and personal property, and to buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries, to manufacture, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every kind, class, and description.
3. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.
4. To purchase the corporate assets of any other corporation and engage in the same or other character of business.
5. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while the owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
6. To engage in any activity or business permitted under the laws of the United States or of this State.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to issue is One Hundred (100) shares of common stock, having a nominal or par value of ONE (\$1.00) DOLLAR per share.

ARTICLE IV

The initial street address of the Registered Office of this corporation is 5430 N.E. 25th Avenue, Fort Lauderdale, FL 33308. The name of the Registered Agent of this corporation is JIMMY CARON.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

This corporation shall have two (2) Directors initially. The number of Directors may be increased from time to time by the By-laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VII

The name and street address of the members of the first Board of Directors and subscribers are:

NAME	ADDRESS
Jimmy Caron, President	5430 N.E. 25th Avenue Fort Lauderdale, FL 33308
John Giuffrida, V.P./Treas.	820 S.E. 13th Court Pompano Beach, FL 33060

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VIII

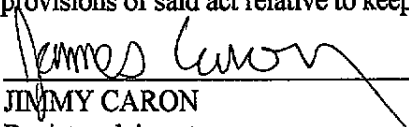
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved in a meeting of the Board of Directors, proposed by him to the Stockholders, and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all the Stockholders sign a written statement and manifest their intention that a certain amendment to these Articles of Incorporation be made.

## ARTICLE IX

This corporation, desiring to organize under the laws of the State of Florida with its principal office as indicated in these Articles of Incorporation, at 5430 N.E. 25th Avenue, City of Fort Lauderdale, County of Broward, State of Florida, has named JIMMY CARON, as its Registered Agent to accept service of process within this State.

### ACKNOWLEDGMENT:

Having been named to accept service of process for the above-styled corporation pursuant to Florida Statutes 607.037 at place designated in this Article, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

  
JIMMY CARON  
Registered Agent

IN WITNESS WHEREOF, I/we the undersigned, being the original Board of Directors and subscribers have hereunto set my/our hand and seal this 23<sup>rd</sup> of March, 1998, for the purpose of forming this Corporation to do business both within and without the State of Florida, and pursuant to the laws of the State of Florida for corporations, do make and file in the Office of the Secretary of State these Articles of Incorporation and certify that the facts herein are true.

  
JIMMY CARON

(SEAL)

  
JOHN GIUFFRIDA

(SEAL)

STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

ss: \_\_\_\_\_

BEFORE ME, the undersigned authority, this day personally appeared JIMMY CARON and JOHN

GIUFFRIDA who are personally known to me or presented the following form of identification NA  
being first duly sworn, deposes and says that  
they have read the foregoing Articles of Incorporation, that the facts and matters contained therein are true  
and correct and that they have executed same for the purposes therein expressed.

SWORN to and subscribed before me this 23<sup>rd</sup> day of March, 1998.

\_\_\_\_\_  
Notary Public  
My Commission Expires:



Cindy A. Barwell  
MY COMMISSION # CC582253 EXPIRES  
November 15, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
98 MAR 27 PM 12:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA