| 'COMPANY    | ACCOUNT NO. : 07210000032  |                                 |        |           |
|-------------|--|---------------------------------|--------|-----------|
|             | REFERENCE :  | 787112 7142                     | 541    |           |
|             | AUTHORIZATION :<br>COST LIMIT :  | Patricia<br>\$ 70.00            | Figuet |           |
| ORDER DATE  | : April 20, 199  | 8                               |        |           |
| ORDER TIME  | : 4:53 PM  |                                 |        |           |
| ORDER NO.   | : 787112-005   |                                 |        |           |
| CUSTOMER NO | ): 7142541   |                                 | 400002 |           |
|             | TOTAL HEALTH CAR<br>CONSULTING INC.<br>3300 Northeast 1<br>Penthouse 10<br>Miami, FL 33180 | 91st Street                     |        |           |
|             | DOMESTIC F   |                                 |        |           |
| NAMI        |  | IEDICAL AND<br>ATION CENTER, II | NC.    | 98 APR    |
|             | EFFECTIVE  | DATE:                           |        | N 21      |
|             | LES OF INCORPORA<br>FICATE OF LIMITE   |                                 | -      | PH 10: 39 |
| PLEASE RETU | JRN THE FOLLOWING  | AS PROOF OF F                   | ILING: | 68        |
| XX PLA      | TIFIED COPY<br>AIN STAMPED COPY<br>TIFICATE OF GOOD  | ) STANDING                      |        |           |
|             | SON: Lynette Co  | -                               |        |           |

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DIVISION OF 98 APR 21 PM 10: 39

#### ARTICLES OF INCORPORATION

OF

MANDARIN MEDICAL AND REHABILITATION CENTER, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation shall be:

MANDARIN MEDICAL AND REHABILITATION CENTER, INC. The address of the principal office of this corporation shall be 11018-114 Old St. Augustine Road, Jacksonville, Florida, 32257, and the mailing address of the corporation shall be the same.

## ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

### ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

# ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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#### ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one director, initially. The name and street address of the initial director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Randall M. Haas11018-114 Old St. Augustine RoadDirectorJacksonville, Florida 32257

#### ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301 IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company, on April 20, 1998.

CORPORATION SERVICE COMPANY

Agent, Karen Έ. Rozar Ιt

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation to transact business in thisState, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY Agent, Karen B. Rozar

LMI/lrc