



CARL E. PATRICK, P.A.

ATTORNEY AT LAW

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P98000043799

May 8, 1998

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-05/12/98--01006--003  
\*\*\*\*122.50 \*\*\*\*122.50

RE: P.T.I., P.A.

Dear Sir or Madame:

Enclosed are an original and one 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

Please file the original of the enclosed Articles of Incorporation and return a certified copy to this office in the self-addressed stamped envelope enclosed.

Sincerely,

*Dawn G. Saladino*  
Dawn G. Saladino, CLA

/s  
Enclosures

*Dawn Saladino* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *image add*  
DATE *5-14-98*  
DOC. EXAM. *CB*

FILED  
98 MAY 12 PM 2:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*CB*  
*5/14/98*

**ARTICLES OF INCORPORATION  
FOR PROFESSIONAL ASSOCIATION**

**P.T.I., P.A.**

**(F.S. CHAPTER 621)**

The undersigned natural person, competent and licensed to practice physical therapy in the State of Florida, acting hereby as Incorporator for the purpose of forming Professional Service Corporation for profit under the provisions of Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**I**

*Name of Corporation*

The name of this corporation shall be P.T.I., P.A.  
4308 KINGSTON LOOP  
SARASOTA, FLA. 34238

**II**

*Purposes*

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of physical therapy and all its fields of specialization, as are engaged in by physical therapists.
- b. To engage in and render the professional services involved only through its officers, agents and employees who shall be physical therapists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida

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### III

#### *Capital Stock*

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock at \$1.00 per share par value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- c. Shares of the corporation's stock and certificates shall be issued only to physical therapists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

### IV

#### *Duration*

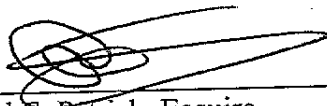
The corporation shall have a perpetual existence.

### V

#### *Registered Agent*

The address of this corporation's initial registered office is 2828 Proctor Road and the name of its initial registered agent at said address is Carl E. Patrick., Esquire.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
\_\_\_\_\_  
Carl E. Patrick, Esquire  
Registered Agent

### VI

#### *Incorporator*

The name and address of the Incorporator is as follows:

Christian d'Hespeel, 4308 Kingston Loop, Sarasota, FL 34238.

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## VII

### *Board of Directors*

The corporation shall have a Board of Directors consisting of one person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The name and address of the initial Director of this corporation is:

Christian d'Hespeel  
4308 Kingston Loop  
Sarasota, FL 34238

## VIII

### *Informal Shareholder Action*

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

## IX

### *Severance and Termination of Employment*

If any officer, director, shareholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

## X

### *Informal Director Action*

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed

with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

XI

*Indemnification*

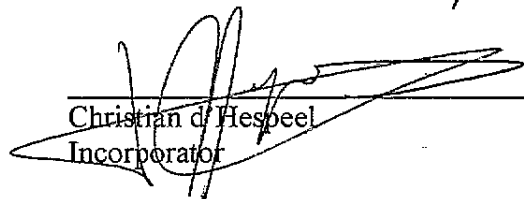
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XII

*Bylaw Amendment.*

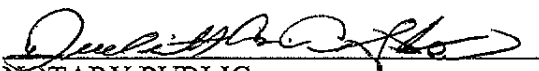
The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Shareholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

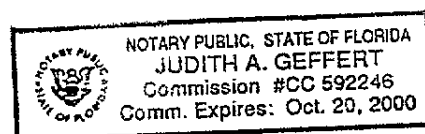
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida this 07 day of MAY, 1998.

  
Christian d. Hespeel  
Incorporator

STATE OF FLORIDA  
COUNTY OF SARASOTA

THE FOREGOING instrument was acknowledged before me this 7 day of  
May, 1998.

  
NOTARY PUBLIC  
Print Name: Judith A. Geffert  
My commission expires: 10/20/2000



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98 MAY 12 PM 2:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA