

SENT BY: RUDEN MCCLOSKEY

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5/14/98

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NAME: THE PHYSICAL REHAB CENTER OF MIAMI, INC.

AUDIT NUMBER.....H98000009151

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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**ARTICLES OF INCORPORATION****OF****THE PHYSICAL REHAB CENTER OF MIAMI, INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act

**ARTICLE I****NAME OF CORPORATION**

The name of this Corporation shall be:

**The Physical Rehab Center of Miami, Inc.**

**ARTICLE II****PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and the mailing address of this Corporation is 351 N.W. Le Jeune Road, Suite 408, Miami, Florida 33125.

**ARTICLE III****AUTHORIZED SHARES**

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

Prepared by: David F. Parish, Esq., FL Bar #275786  
Ruden McCloskey, Et al.  
701 Brickell Avenue  
Suite 1900  
Miami, Florida 33131  
(305) 789-2700

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**ARTICLE IV****ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of this Corporation in the State of Florida is 351 N.W. Le Jeune Road, Suite 408, Miami, FL 33125 and the initial registered agent of this Corporation at that address shall be Sally Gonzalez.

**ARTICLE V****INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is

David Parish, Esq.  
701 Brickell Ave., Suite 1900  
Miami, FL 33131

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 15 day of May, 1998.

  
David F. Parish, Esq., Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

  
Sally Gonzalez, Registered Agent

Prepared by: David F. Parish, Esq., FL Bar #275786  
Ruden McClosky, Et al.  
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Suite 1900  
Miami, Florida 33131  
(305) 789-2700

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