ACCOUNT NO.: 072100000032

REFERENCE: 845253 9632A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: June 5, 1998

ORDER TIME : 10:23 AM

THE UNITED STATES **CORPORATION**

ORDER NO. : 845253-005

CUSTOMER NO:

9632A

****122.50 ****122.50

CUSTOMER: Charles Dayhoff, Esq

CHARLES S. DAYHOFF, III, ESQ

Suite 150

3830 Tampa Road

Palm Harbor, FL 34684

DOMESTIC FILING

NAME:

CONTEMPORARY REHAB, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

_____ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

DIVISION OF CORPORATIONS

98 JUN -5 PM 2: 07

ARTICLES OF INCORPORATION

OF

CONTEMPORARY REHAB, INC.

The undersigned, acting as Incorporator(s) of a corporation under the Florida Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

- 1. Name. The name of this corporation is CONTEMPORARY REHAB, INC.
- 2. Principal Office/Mailing Address. The principal office of the corporation is 2845 Landing Way, Palm Harbor, Florida 34684. The mailing address of the corporation is 2845 Landing Way, Palm Harbor, Florida 34684.
- 3. Duration. The period of its duration shall be perpetual.
- 4. Purpose. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
- 5. Capital Stock. The corporation is authorized to issue 100 shares, all of one class, at \$1.00 par value.
- 6. Initial Registered Office and Agent. The name and street address of the initial registered agent and office of this corporation is as follows:

CHARLES S. DAYHOFF III 3830 Tampa Road, Suite 150 Palm Harbor, FL 34684 7. Initial Board of Directors. This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by any amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

NAME

ADDRESS

BRUCE S. BONSEL

2845 Landing Way Palm Harbor, FL 34684

8. Incorporator. The name and address of the Incorporator signing these Articles of Incorporation is:

NAME

ADDRESS

BRUCE S. BONSEL

2845 Landing Way Palm Harbor, FL 34684

9. Amendment of Articles. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this $\frac{\sqrt{S'}}{\sqrt{S'}}$ day of June, 1998.

BRUCE S. BONSEL INCORPORATOR

CHARLES S. DAYHOFF III

REGISTERED AGENT

STATE OF FLORIDA)

COUNTY OF PINELLAS)

> NOTARY PUBLIC - STATE OF FLORIDA Print Name: BARBARA FRANZESE

> > BARBARA FRANZESE MY COMMISSION # CC 734380 EXPIRES: July 16, 1999

-800-3-NOTARY Fis. Notacy Service & Bonding Co

My Commission Expires:

STATE OF FLORIDA)

COUNTY OF PINELLAS)

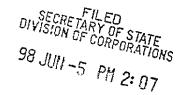
THE FOREGOING INSTRUMENT was acknowledged before me this day of June, 1998, by CHARLES S. DAYHOFF III who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

NOTARY PUBLIC STATE OF FLORIDA Print Name: BARBARA FRANZESE

My Commission Expires:



- 3 -



CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, AND NAMING THE REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with \$\$48.091, 607.0501 and 607.0505 of the Florida Statutes, the following is submitted:

CONTEMPORARY REHAB, INC., a Florida corporation

Bruce S. Bonsel, President

Having been named to accept service of process for the above stated corporation at the place designated above, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: June 15+, 1998.

CHARLES S. DAYHOFF III
REGISTERED AGENT