

WELLS, REVIS, VEDDER & ELTON, P.A.  
ATTORNEYS AND COUNSELORS AT LAW

JERRY B. WELLS  
JOHN C. REVIS  
DAVID F. VEDDER  
ROBERT W. ELTON  
ELIZABETH A. BLACKBURN-GARDNER

648 SOUTH RIDGEWOOD AVENUE  
DAYTONA BEACH, FLORIDA 32114  
TELEPHONE (904) 253-3676  
FACSIMILE (904) 255-6240

1 FLORIDA PARK DRIVE SOUTH, #103  
PALM COAST, FLORIDA 32137  
TELEPHONE (904) 446-2223

Reply To Daytona Beach Office

August 17, 1998

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32301

Re: Advanced Rehabilitation and Wellness Center, Inc.

Dear Sir or Madam:

300002620843--6  
-08/20/98--01044--025  
\*\*\*\*122.50 \*\*\*\*122.50

I am enclosing herewith the original and one copy of the Articles of Incorporation for the above named corporation together with our check in the sum of \$122.50 representing the amount of the filing. Please send us a copy of the document at your earliest convenience.

Your prompt attention to this matter will be greatly appreciated.

If you have any questions regarding the foregoing, do not hesitate to call me.

Sincerely,



Nicole M. Blankenship  
Legal Assistant  
NMB  
Encls.

FILED  
98 AUG 20 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH AUG 21 1998

**ARTICLES OF INCORPORATION**  
**OF**  
**ADVANCED REHABILITATION AND WELLNESS CENTER, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is: **ADVANCED REHABILITATION AND WELLNESS CENTER, INC.**

**ARTICLE II - DURATION OF CORPORATE EXISTENCE**

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue five hundred (500) shares of common stock at one dollar (\$1.00) per share.

**ARTICLE V - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 1714 State Road 44, New Smyrna Beach, Florida 32169.

FILED  
98 AUG 20 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### **ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is DAVID E. CARN, 1714 State Road 44, New Smyrna Beach, Florida 32169.

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have no directors.

#### **ARTICLE VIII - INCORPORATORS**

The name and address of the persons signing these Articles of Incorporation are as follows:

David E. Carn  
1714 State Road 44  
New Smyrna Beach, Florida 32169

#### **ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation and shall be managed under the direction of the shareholders of this corporation.

#### **ARTICLE X - POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### **ARTICLE XI - INDEMNIFICATION**

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

## ARTICLE XII - AMENDMENT

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

The undersigned has executed these Articles this 17th day of August, 1998.

  
\_\_\_\_\_  
DAVID E. CARN

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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

  
\_\_\_\_\_  
DAVID E. CARN

c:\wp51\Corp\Art-Inc.

FILED  
98 AUG 20 PM 11 38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA