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BLUE HERON THERAPY SERVICES, INC.  
1380 ALBATROSS ROAD  
SANIBEL, FLORIDA 33957

August 20, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
P O Box 6327  
Tallahassee, FL 32301

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-09/08/98-01056-001  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir or Madam:

As Incorporator of the above named corporation, I am requesting a Charter from the State of Florida in order to start a business as a corporation in Florida.

Enclosed are the following papers, together with our check:

- a. Original and one copy of Certificate of Incorporation for filing and approval by your office;
- b. Certificate of Registered Agent;
- c. Check to cover fees and costs in the amount of \$122.50.

\$35.00 to file Certificate  
\$52.50 for certified copy  
\$35.00 for Registered Agent Designation

Please return the certified copy as soon as possible.

Very truly yours,  
BLUE HERON THERAPY SERVICES, INC.

*Judith A. Kerfoot*

Judith a. Kerfoot  
Incorporator

enclosure

APPROVED  
AND  
FILED  
98 SEP -8 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK SEP 14 1998

**ARTICLES OF INCORPORATION**

**OF**

**BLUE HERON THERAPY SERVICES, INC.**

**ARTICLE I. CORPORATION NAME**

**The name of the corporation is:**

**BLUE HERON THERAPY SERVICES, INC.**

**The address of the corporation is:**

**1380 ALBATROSS ROAD  
SANIBEL, FLORIDA 33957**

**ARTICLE II. NATURE OF BUSINESS AND POWERS**

**The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.**

**ARTICLE III. CAPITAL STOCK**

**The maximum number of share of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with a par value of \$1. (one dollar ) per share.**

**ARTICLE IV. TERM OF EXISTENCE**

**This corporation shall have perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.**

**ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

**The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:**

**JUDITH A. KERFOOT  
1380 ALBATROSS ROAD  
SANIBEL, FLORIDA 33957**

**The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**98 SEP -8 PM 1:49**

**APPROVED  
AND  
FILED**

#### **ARTICLE VI. BOARD OF DIRECTORS**

**This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one.**

#### **ARTICLE VII. INITIAL DIRECTORS**

**The name of the initial director of this Corporation and the street address is:**

**JUDITH A. KERFOOT  
1380 ALBATROSS ROAD  
SANIBEL, FLORIDA 33957**

**The persons named as the initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.**

#### **ARTICLE VIII. INCORPORATOR**

**The name and address of the person signing these Articles of Incorporation as the INCORPORATOR is:**

**JUDITH A. KERFOOT  
1380 ALBATROSS ROAD  
SANIBEL, FLORIDA 33957**

#### **ARTICLE IX. AMENDMENT**

**These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.**

IN WITNESS WHEREOF, the undersigned, as INCORPORATOR, has executed the foregoing Articles of Incorporation on this 31<sup>st</sup> day of August, 1998.

Judith A. Kerfoot  
JUDITH A. KERFOOT  
INCORPORATOR

BEFORE ME, a Notary Public, personally appeared JUDITH A. KERFOOT, known to be the person described as INCORPORATOR, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 31<sup>st</sup> day of August, 1998.

My commission expires:

Eleanor Jane Funk  
NOTARY PUBLIC  
My Commission CC688023  
Expires October 12, 2001

Eleanor Jane Funk  
NOTARY PUBLIC  
My Commission CC688023  
Expires October 12, 2001

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for BLUE HERON THERAPY SERVICES, INC.

Judith A. Kerfoot  
JUDITH A. KERFOOT  
REGISTERED AGENT

BEFORE ME, a Notary Public, personally appeared JUDITH A. KERFOOT, to me known to be the person described as Registered Agent and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS, my hand and official seal this 31<sup>st</sup> day of August, 1998

My Commission Expires:

Eleanor Jane Funk  
NOTARY PUBLIC

Eleanor Jane Funk  
NOTARY PUBLIC  
My Commission CC688023  
Expires October 12, 2001

BLUE HERON THERAPY SERVICES, INC.  
1380 ALBATROSS ROAD  
SANIBEL, FLORIDA 33957

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is  
submitted:

First: That BLUE HERON THERAPY SERVICES, INC., is desiring to  
organize or qualify under the law of the State of Florida with its principal place of business  
at 1380 ALBATROSS ROAD, SANIBEL, STATE OF FLORIDA, 33957, has named JUDITH  
A. KERFOOT as its agent to accept service of process within Florida.

Judith A. Kerfoot  
JUDITH A. KERFOOT  
INCORPORATOR

8/31/98  
DATE

Having been named to accept service of process for the above state corporation, at the  
place designated in this certificate, 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.

Judith A. Kerfoot  
JUDITH A. KERFOOT  
REGISTERED AGENT

8/31/98  
DATE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 SEP -8 PM 1:49

APPROVED  
AND  
FILED