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October 9, 1998

Secretary of State
Division of Corporation
409 E Gaines Street
Tallahassee, Fl 32399

RE: Articles of Incorporation
Community Physical Therapy Center, Inc.

100002661731--5
-10/12/98--01105--003
*****70.00 *****70.00

Dear Filing Clerk:

Enclosed herein you will please find our firm's check in the amount of \$70.00 for filing fee for Community Physical Therapy Center, Inc. Also enclosed is the original and two (2) copies of the Articles of Incorporation and Certificate of Registered Agent.

Please file this corporation and return back to me the filed copies in the stamped-addressed envelope.

Thank you for your corporation in this matter.

Sincerely,

Angelo Pardo
ANGELO PARDO, Esquire

AP/kd
Enclosures

DMC
10/13/98

FILED
98 OCT 12 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

98 OCT 12 AM 11:07

OF

COMMUNITY PHYSICAL THERAPY CENTER, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I- NAME

The name of the corporation shall be:

COMMUNITY PHYSICAL THERAPY CENTER, INC.

The address of the principal office of this corporation shall be; 1983 PGA Blvd., Suite 102, Palm Beach Gardens, Florida.
and the mailing address of the corporation shall be the same.

ARTICLE II- NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is any business or business activity permitted under the laws of the State of Florida.

ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock at \$1.00 par value.

ARTICLE IV-ADDRESS

The street address of the initial registered office of the corporation shall be as follows:

1983 PGA Blvd., Suite 102, Palm Beach Gardens, Florida.

and the name of the initial registered agent of the corporation at that address is: Thomas P. Toia

ARTICLE V-TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLES VI-OFFICERS AND DIRECTORS

This corporation shall have (2) directors, initially. The name and street address of the initial director(s) who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Thomas P. Toia
1983 PGA Blvd.
Suite 102
Palm Beach Gardens, FL
33408

Bruce A. Goldberg
1983 PGA Blvd.
Suite 102
Palm Beach Gardens, FL
33408

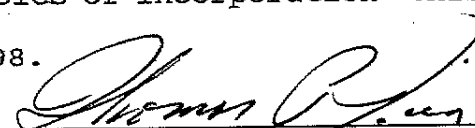
ARTICLE VII-INCORPORATOR

The name and street address of the incorporator(s) to these Articles of Incorporation is:

Thomas P. Toia
1983 PGA Blvd.
Suite 102
Palm Beach Gardens, FL
33408

Bruce A. Goldberg
1983 PGA Blvd.
Suite 102
Palm Beach Gardens, FL
33408

IN WITNESS WHEREOF I/WE have made and subscribed our names(s) and signature(s) to these Articles of Incorporation this the 9th day of October, 1998.


Thomas P. Toia, Incorporator


Bruce A. Goldberg, Incorporator

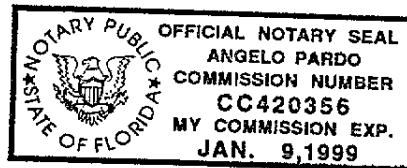
State of Florida
County of Palm Beach

BEFORE ME, the undersigned authority, personally appeared, THOMAS P. TOIA and BRUCE A GOLDBERG, to me well known to be the person(s) described as incorporator(s) in or who has produced their Driver's License as identification and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation and they did take an oath.

WITNESS my hand and official seal in the County and State aforesaid this the 9th day of October, 1998.

My Commission Expires:

Notary Public, Angelo Pardo



FILED

98 OCT 12 AM 11:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE AND CONSENT OF REGISTERED AGENT

FOR

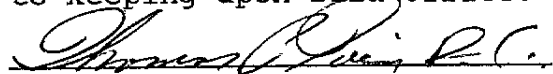
COMMUNITY PHYSICAL THERAPY CENTER, INC.

IN PURSUANCE to Chapter 48.091, Florida Statutes, 1977, the following is submitted in compliance with said Act:

FIRST: That Community Physical Therapy Center, Inc. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation being in Florida, names: Thomas P. Toia as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

HAVING BEEN NAMED to accept service of process for the above State Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping upon said Office.



THOMAS P. TOIA