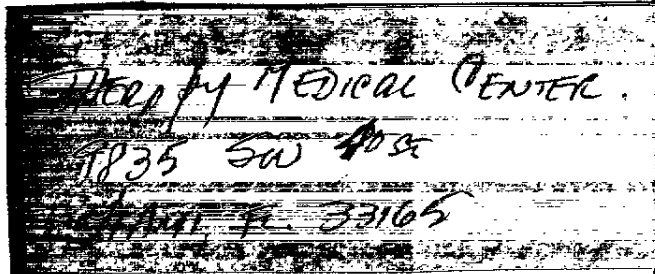


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Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in      ☐ Pick up time \_\_\_\_\_      ☐ Certified Copy  
☐ Mail out      ☐ Will wait      ☐ Photocopy      ☐ Certificate of Status

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

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## ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of a corporation under the Florida Business Corporation Act, hereby adopts the followings Articles of Incorporation.

### ARTICLE I NAME

The name of the corporation shall be:

**THERAPY MEDICAL CENTER, INC.**

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**9835 SW 40st. Miami, Florida 33165**

### ARTICLE III SHARES

The number of share of capital stock that the Corporation shall have authority to issue is One thousand (1,000), all of which are to be common stock with par value of five hundred dollars (500.00)

### ARTICLE IV INITIAL REGISTER AGENT & STREET ADDRESS

The name and Florida street address of the initial register agent are:

**HUGO O. MARTINEZ**

**9835 SW 40st. Miami, Florida 33165**

### ARTICLE V

The name and address of the incorporator to these Articles of Incorporation are:

**Hugo O. Martinez**

**9835 SW 40st. Miami, Fl.33165**

### ARTICLE VI

The Corporation is to have perpetual existence.

### ARTICLE VII

**Liability of Stockholders.**

The private property of the stockholders shall not be subject to the payment of corporate debts.

### ARTICLE VIII

Subject of the provision of the laws of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, and the directors and the stockholders:

- (a) The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by Board of Directors.
- (b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without

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limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statutes or by the Bylaws.

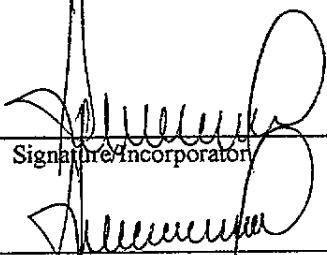
- (c) An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.
- (d) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.
- (e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.
- (f) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.
- (g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefor may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Director may determine.
- (h) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or which any firm of which any director is a member, or with any corporation or association of which any director or stockholders, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporate upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.
- (i) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.
- (j) The officers of the Corporation shall be:


President: **Hugo O. Martinez**

Vice President: **Cira Diaz**

Treasurer: **Hugo O. Martinez**

I, **THE UNDERSIGNED**, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of State of Florida, do make this Certificate. Hereby declaring and certifying that this is my act and deed and the facts herein stated are true, accordingly have hereunto set my hand this **16 day of October, 1998**

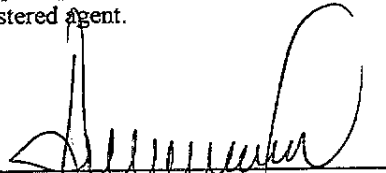
  
\_\_\_\_\_  
Signature Incorporator

  
\_\_\_\_\_  
Hugo Martinez- President

**10-16-98**  
\_\_\_\_\_  
date

  
\_\_\_\_\_  
Cira Diaz-Vice-President

Having been named as register agent and to accept service of process for the above state corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and familiar with and accept the obligations of my position as registered agent.

  
Signature/registered Agent

10-16-98  
Date

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