

P98000091411



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 010120 4347A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 78.75

ORDER DATE : October 27, 1998

ORDER TIME : 10:37 AM

ORDER NO. : 010120-005

CUSTOMER NO: 4347A

CUSTOMER: Ms. D. Renee Wyatt
BURTON & BURTON, PA
BURTON & BURTON, PA
P.o. Drawer 1729

400002673304--4

Wauchula, FL 33873

DOMESTIC FILING

NAME: REHAB CONSULTANTS OF WEST
CENTRAL FLORIDA, 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: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 27 PM 1:32

RECEIVED
98 OCT 27 AM 11:21
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

REHAB CONSULTANTS OF WEST CENTRAL FLORIDA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 27 PM 1:32

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is REHAB CONSULTANTS OF WEST CENTRAL FLORIDA, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation is organized for the purpose of owning, operating and managing a physical therapy out patient clinic and consulting firm; owning, leasing or otherwise holding interest in real and personal property; borrowing money from any individual, bank, savings and loan association, land bank association or production or farm credit association; encumbering any real or personal property owned by the corporation; and transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, and any amendments thereto.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation has the authority to issue is One Hundred (100) shares, all of which shall be common shares with par value of \$1.00.

ARTICLE FIVE

PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe or to acquire any unissued or treasury shares.

ARTICLE SIX
REGISTERED OFFICE

The street address of the initial registered office of the corporation is 322 South 6th Avenue, Wauchula, Florida 33873, and the name of the initial registered agent at that address is Elizabeth B. Gill.

ARTICLE SEVEN
PRINCIPAL OFFICE/MAILING ADDRESS

The mailing address of the corporation is 322 South 6th Avenue, Wauchula, Florida 33873.

ARTICLE EIGHT
OFFICERS AND DIRECTORS

(1) The initial officers and Board of Directors of the corporation shall consist of four (4) members.

(2) The names and addresses of the first officers and Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Jim L. Armstrong	2580 Osceola Road Avon Park, FL 33825	President/Director
Gary S. Gossman	8624 County Road 17 S. Sebring, FL 33870	Secretary/Treasurer/ Director
Jill F. Fallon	3764 East Main Street Wauchula, FL 33873	Director
Elizabeth B. Gill	128 Paldao Acres Wauchula, FL 33873	Director

ARTICLE NINE
INCORPORATORS

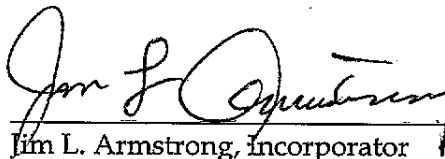
The name and address of the initial incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Jim L. Armstrong	2580 Osceola Road Avon Park, FL 33825

ARTICLE TEN
AMENDMENTS

These Articles of Incorporation may be amended as set forth in Chapter 607 Florida Statutes, and any amendments thereto.

IN WITNESS WHEREOF, I have subscribed my name this 26 day of October, 1998.


Jim L. Armstrong, Incorporator

STATE OF FLORIDA:
COUNTY OF HARDEE:

On this 26 day of October, 1998, before me, a notary public personally appeared JIM L. ARMSTRONG, known to me to be the person whose name is subscribed to the instrument within, and acknowledged that he executed the same for the purposes contained therein. He is personally known to me and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

NOTARY PUBLIC



Dawn Renee Wyatt
MY COMMISSION # CC782172 EXPIRES
October 8, 2002
BONDED THRU TROY FAIR INSURANCE, INC.


State of Florida at Large
My Commission Expires:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 27 PM 1:33

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for REHAB CONSULTANTS OF WEST CENTRAL FLORIDA, INC., I hereby accept the appointment as its registered agent and agree to act in this capacity. Furthermore, I agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

10-26-98
Date


Elizabeth B. Gill
Registered Agent