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EXCALIBER PHYSICAL THERAPY, INC.
3781 WINKLER AVENUE EXTENSION
APARTMENT #437
FORT MYERS, FLORIDA 33916

(941) 275-0643

FILED
99 SEP 17 AM 7:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 7, 1999

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

600002890056--4
-09/17/99--01078--007
****122.50 *****78.75

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.

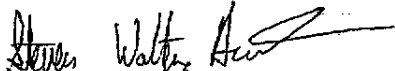
Enclosed are the following papers, together with my check:

- 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,



STEVEN WALTER HUNT
Incorporator
EXCALIBER PHYSICAL THERAPY, INC

enclosure

ARTICLES OF INCORPORATION

OF

EXCALIBER PHYSICAL THERAPY, INC

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ARTICLE I. CORPORATION NAME

The name of the corporation is:

EXCALIBER PHYSICAL THERAPY, INC.

The mailing address of the corporation is:

3781 WINKLER AVENUE EXTENSION
APARTMENT #437
FORT MYERS, FLORIDA 33916

The street address of the corporation is:

3781 WINKLER AVENUE EXTENSION
APARTMENT #437
FORT MYERS, FLORIDA 33916

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:

STEVEN WALTER HUNT
3781 WINKLER AVENUE EXTENSION
APARTMENT #437
FORT MYERS, FLORIDA 33916

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

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 DIRECTOR

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

STEVEN WALTER HUNT
3781 WINKLER AVENUE EXTENSION
APARTMENT #437
FORT MYERS, FLORIDA 33916

The person named as the initial director 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

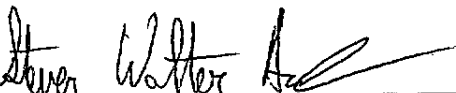
The name and address of the person signing these Articles of Incorporation as the INCORPORATOR is:

STEVEN WALTER HUNT
3781 WINKLER AVENUE EXTENSION
APARTMENT #437
FORT MYERS, FLORIDA 33916

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 7th day of September, 1999.


STEVEN WALTER HUNT
INCORPORATOR

BEFORE ME, a Notary Public, personally appeared STEVEN WALTER HUNT, who 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 7th day of September, 1999.

My commission expires:


NOTARY PUBLIC



Eleanor Jane Funk
My Commission CC688023
Expires October 12, 2001

I hereby am familiar with and accept the duties and responsibilities as
Registered Agent for EXCALIBER PHYSICAL THERAPY, INC



STEVEN WALTER HUNT
REGISTERED AGENT

BEFORE ME, a Notary Public, personally appeared STEVEN WALTER HUNT, 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 7th day of September,
1999

My Commission Expires:



NOTARY PUBLIC



Eleanor Jane Funk
★ My Commission CC688023
Expires October 12, 2001

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**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 EXCALIBER PHYSICAL THERAPY, INC., is desiring to
organize or qualify under the law of the State of Florida with its principal
place of business at 3781 Winkler Avenue Extension, Apartment #437, Fort
Myers, Florida 33916 has named . STEVEN WALTER HUNT, located at 3781
Winkler Avenue Extension, Apartment #437, Fort Myers, Florida 33916, as its
agent to accept service of process within Florida.


STEVEN WALTER HUNT

9-7-99
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.


STEVEN WALTER HUNT
REGISTERED AGENT

9-7-99
DATE