

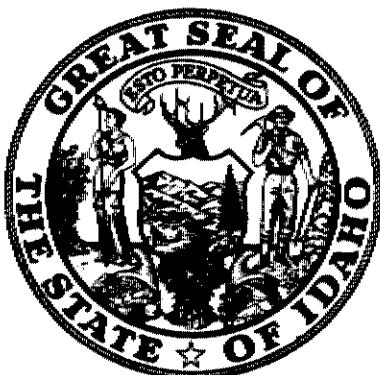
**CERTIFICATE OF INCORPORATION
OF**

WAYNE A. MILLER, R.P.T., P. A.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: September 2, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

RECEIVED
ARTICLES OF INCORPORATION SEC. 1301 ET

OF 88 SEP 2 AM 10 04

WAYNE A. MILLER, R.P.T., P. A.

The undersigned, acting as incorporator of a corporation under the Idaho Professional Service Corporation Act and the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is:

WAYNE A. MILLER, R.P.T., P. A.

SECOND: The period of the corporation's duration is perpetual.

THIRD: The purpose for which the corporation is organized is to provide professional services in the practice of physical therapy including any allied professional services, and the transaction of any or all other lawful business for which corporations may be incorporated under the laws of the State of Idaho

FOURTH: The corporation shall have authority to issue 100 shares of common stock, all of one class, with no par value (\$0.00) per share.

FIFTH: The address of the corporation's initial registered office is 5769 S. 15th E., Idaho Falls, Idaho 83404. The name of the initial registered agent at such address is Wayne A. Miller.

SIXTH: The corporation shall have no Directors. The power to conduct and manage the corporate affairs conferred or imposed upon Directors by the Idaho Professional Service Corporation Act, Idaho Code Section 1301 et seq., and the Idaho Business Corporation Act, Idaho Code Section 30-1-1 et seq., are hereby conferred or imposed on the Shareholders.

SEVENTH: The name and address of the incorporator is:

Name	Address
----- Wayne A. Miller	----- 5769 S. 15th E. Idaho Falls, Idaho 83404

Dated this 22nd day of August, 1988.

Wayne A. Miller
Incorporator