

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

GUILFORD MEDICAL PROPERTIES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of GUILFORD MEDICAL PROPERTIES, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to GUILFORD MEDICAL PROPERTIES, INC. to transact business in this State under the name GUILFORD MEDICAL PROPERTIES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated October 03, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth M. Zoroda

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

OCT 3 8 35 AM '90
SECRETARY OF STATE

1. The name of the corporation is GUILFORD MEDICAL PROPERTIES, INC.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Alabama

4. The date of its incorporation is 2/9/90 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 2600 East South Blvd., Ste. 230, Montgomery, AL 36116

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To serve as general partner of a limited partnership formed to own,
develop and lease a rehabilitation hospital.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Tranum Fitzpatrick</u>	<u>Chm. of Bd.</u>	<u>2600 East South Blvd. Montgomery, AL 36116</u>
<u>Edward K. Aldaq, Jr.</u>	<u>Pres.</u>	<u>2600 East South Blvd. Montgomery, AL 36116</u>
<u>Bonnie H. Power</u>	<u>Secretary</u>	<u>2600 East South Blvd. Montgomery, AL 36116</u>
<u>Robert H. Walthall</u>	<u>Asst. Secy.</u>	<u>2600 East South Blvd. Montgomery, AL 36116</u>

(continued on reverse)

Name

Office

Address

Name	Office	Address

DEC 14 20 5 8 120
 STATE OF MONTGOMERY

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: September 20, 1990

GUILFORD MEDICAL PROPERTIES, INC.

(Corporation Name)

By Ed K. Aldag, Jr.
 Its President / ~~Vice President~~ (please specify)

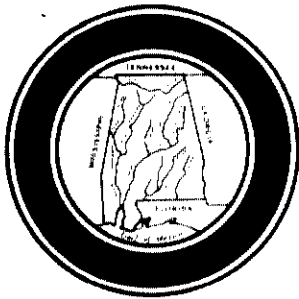
and Bonnie H. Powers
 Its Secretary / ~~Assistant Secretary~~ (please specify)

STATE OF ALABAMA)
) ss:
 COUNTY OF MONTGOMERY)

I, Teresa Murphy, a notary public, do hereby certify that on this 20th day of September, 19 90, personally appeared before me Edward K. Aldag, Jr., who being by me first duly sworn, declared that (s)he is the President of Gulford Medical Properties, Inc.

that (s)he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Teresa Murphy
 Notary Public Ed K. Aldag

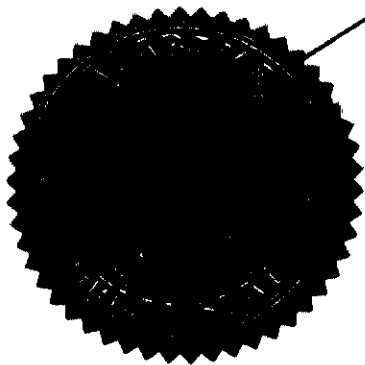


OCT 3 8 35 AM '90
SECRETARY OF STATE

STATE OF ALABAMA

I, Perry A. Hand, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporate records on file in this office disclose that Guilford Medical Properties, Inc. incorporated in Montgomery County, Montgomery, Alabama on February 9, 1990. I further certify that the records do not disclose that said Guilford Medical Properties, Inc. has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

09/14/90

Date

Perry A. Hand

Secretary of State