Filing Fee: $150.00
License Fee: $15.00 minimum (§7-1.1-124)

ID Number: 112731

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is HEALTHSOUTH Network Services, Inc.
2. It is incorporated under the laws of Delaware
3. The name which it elects to use in Rhode Island is HEALTHSOUTH Network Services, Inc.
   (If the corporation does not contain the word "corporation," "company," "incorporated," or "limited" or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)
4. The date of its incorporation is December 20, 1996 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 none
6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street (Street)
   Providence (City/Town), RI 02903 (Zip Code) and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System
7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
   see attachment
8. The names and respective addresses of the directors and officers are:

	Name	Address
Director	See attached list of directors.	
Director		
President	See attached list of officers	
Vice President		
Secretary		
Treasurer		

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Form No. 27A
Revised 5/97
(RI - 2175 - 6/24/97)CT System

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1,000	common	(No series)	$0.01

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1,000	common	(No series)	$0.01

11. An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located None; and an estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year None.

12. An estimate of the value of all property to be owned by it for the following year wherever located is $ 2,835,318.00

13. An estimate of the value of its property to be located within Rhode Island during the following year is $ None

14. An estimate of the gross amount of business to be transacted by it during the following year is $ 446,552.00

15. An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during the following year is $ None

16. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated May 15, ~~19~~ 2000

HEALTHSOUTH Network Services, Inc.
(Exact Corporate Name of Corporation Making Application)

By _____
☐ President or ☒ Vice President (check one)
William W. Horton

AND

By _____
☐ Secretary or ☒ Assistant Secretary (check one)
C. Drew Demaray

STATE OF Alabama
COUNTY OF Jefferson

In Birmingham, on this 15th day of May, ~~19~~ 2000, personally appeared before me William W. Horton, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.

Vicki E. Owens
Notary Public Vicki E. Owens
My Commission Expires: July 14, 2001

Officers and Directors

Richard M. Scrushy, Chairman of the Board and Director
James P. Bennett, President and Director
Brandon O. Hale, Vice President and Secretary and Director
William T. Owens, Vice President and Treasurer
Robert E. Thomson, Vice President
P. Daryl Brown, Vice President
Patrick A. Foster, Vice President
William W. Horton, Vice President and Assistant Secretary
C. Drew Demaray, Vice President and Assistant Secretary
Beall D. Gary, Jr., Vice President and Assistant Secretary
Richard E. Botts, Vice President
Malcolm E. McVay, Vice President and Assistant Treasurer
Catherine N. Fowler, Vice President, Assistant Treasurer and Assistant Secretary

All addresses c/o
HEALTHSOUTH Corporation
One HealthSouth Parkway
Birmingham, Alabama 35243
Telephone (205) 967-7116

58478.1

To engage in the business of providing comprehensive rehabilitation and clinical healthcare services on an ambulatory and inpatient basis in rehabilitation clinics, surgery centers and hospitals to the general public through the provision of physician services, physical therapy, social and/or psychological, respiratory therapy, cardiac rehabilitation, pulmonary rehabilitation, occupational therapy, speech pathology, prosthetic and orthotic devices, nursing care, drugs and biologicals, supplies, appliances and equipment and outpatient surgery and related care, and other services and to do any and all things necessary and appropriate to carry out such business effectively, including, without limitation, the owning, leasing, management and operation of medical facilitites and other physical properties, either directly or indirectly, or in concert with others.

CONSENT TO USE OF NAME

HEALTHSOUTH IMC, Inc., a wholly owned subsidiary of HEALTHSOUTH Corporation, a Delaware Corporation, as the sole stock holder of HEALTHSOUTH Network Services, Inc., hereby consents to the use of name, HEALTHSOUTH Network Services, Inc..

IN WITNESS WHEREOF, the said HEALTHSOUTH Corporation has caused this consent to be executed by its Senior Vice President this 19th day of May, 2000.

HEALTHSOUTH CORPORATION

By_____

William W. Horton
Senior Vice President

CONSENT TO USE OF NAME

HEALTHSOUTH Corporation, a Delaware Corporation, as the sole stockholder of HEALTHSOUTH Network Services, Inc., hereby consents to the use of the name, HEALTHSOUTH Network Services, Inc. in the State of Alaska.

IN WITNESS WHEREOF, the said HEALTHSOUTH Corporation has caused this consent to be executed by its Vice President this 12th day of May, 2000.

HEALTHSOUTH CORPORATION

By _____

C. Drew Demaray
Vice President

CONSENT TO USE OF NAME

HEALTHSOUTH Holdings, Inc., a wholly owned subsidiary of HEALTHSOUTH Corporation, a Delaware Corporation, as the sole stock holder of HEALTHSOUTH Network Services, Inc., hereby consents to the use of name, HEALTHSOUTH Network Services, Inc..

IN WITNESS WHEREOF, the said HEALTHSOUTH Corporation has caused this consent to be executed by its Senior Vice President this 19th day of May, 2000.

HEALTHSOUTH CORPORATION

By_____

William W. Horton
Senior Vice President

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "HEALTHSOUTH NETWORK SERVICES, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF DECEMBER, A.D. 1996, AT 2 O'CLOCK P.M.

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0435651

DATE: 05-12-00