

**CORPORATE
ACCESS,
INC.**

PO0000004647

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Articles

1.) Lasik Pro, P.A.
(CORPORATE NAME & DOCUMENT #)

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2.) _____
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3.) _____
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4.) _____
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5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 13, 2000

CORPORATE ACCESS, INC.
236 E. 6TH AVE.
TALLAHASSEE, FL 32303

SUBJECT: ELITE REALTY SERVICES, INC.
Ref. Number: W00000001089

We have received your document for ELITE REALTY SERVICES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 000A00001871

RECEIVED
00 JAN 14 AM 10:04
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 JAN 14 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LASIK PRO, P.A.**

In compliance with the requirements of F.S. Chapter 607 and F.S. Chapter 621, the undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of Florida these Articles of Incorporation for the purpose of forming a professional corporation for pecuniary profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the professional corporation is Lasik Pro, P.A. (hereinafter referred to as the "Corporation").

ARTICLE II

TERM OF EXISTENCE

The Corporation shall commence as of the date of the filing of these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

The purpose for which the Corporation is organized is to engage in the practice of refractive surgery under the laws of the United States of America and of the State of Florida.

ARTICLE IV

CAPITAL STRUCTURE

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock having a par value of One Cent (\$0.01) per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor and services at a fair valuation to be fixed by the board of directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be non-assessable.

ARTICLE V

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of the Corporation shall be Brian P. Den Beste, O.D. The street address of the initial registered office of the Corporation is 121 West Underwood Street, Orlando, Florida 32806-1111. The board of directors from time to time may move the registered office of the Corporation to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

There shall be a board of directors for the Corporation that shall consist of not less than two (2). Except the number constituting the initial board of directors, the number of directors shall be decided by the resolution of the shareholders.

ARTICLE VII

BOARD OF DIRECTORS

The name and address of the member of the initial board of directors for the Corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignation, removal, or death is:

<u>Name</u>	<u>Street Address</u>
Kranston Boodram, O.D.	121 West Underwood Street Orlando, Florida 32806-1111
Brian P. Den Beste, O.D.	121 West Underwood Street Orlando, Florida 32806-1111
G. Brock Magruder, Jr., M.D.	121 West Underwood Street Orlando, Florida 32806-1111

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator is Robert P. Saltsman, 222 W. Pennsylvania Avenue, Suite 200, Winter Park, Florida 32789.

ARTICLE IX

BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors or the shareholders.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE XI

PRE-EMPTIVE RIGHTS

Every shareholder, upon sale of any new stock of the Corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price that is offered to others.

ARTICLE XII

AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended any time by a resolution adopted by a majority vote of the board of directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the Corporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 13 day of January, 2000.



ROBERT P. SALTSMAN


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Lasik Pro, P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Orlando, State of Florida, has named Brian P. Den Beste, O.D. of 121 West Underwood Street, Orlando, Florida 32806-1111, as agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to service of process for the above-stated 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.



Registered Agent

1/13/00

Date:

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00 JAN 14 AM 10:36
SOLICITOR GENERAL
TALLAHASSEE, FLORIDA