

*P9600096513*  
**Foley ; Lardner**

Requestor's Name  
 Address  
 City/State/Zip Phone #

*282-6100*

RECEIVED  
 95 NOV 27 11:00 AM  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 95 NOV 27 11:00 AM  
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 -11/27/95--01036--009  
 Office Use Only 50 \*\*\*\*122.50

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. *Auto Eye Professionals, P.A.*  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

Walk in     Pick up time 300     Certified Copy  
 Mail out     Will wait     Photocopy     Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
LAKE EYE PROFESSIONALS, P.A.**

(a Florida professional service corporation)

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV 27 11:10:55

**THE UNDERSIGNED**, acting as sole incorporator of **LAKE EYE PROFESSIONALS, P.A.** under Chapter 621 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**Name**

The name of the corporation is **LAKE EYE PROFESSIONALS, P.A.**

**ARTICLE II**

**Purpose**

The Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida. The specific nature of the business is to render professional medical and/or surgical services.

**ARTICLE III**

**Duration**

The period of existence of the Corporation is perpetual.

**ARTICLE IV**

**Principal Office**

The address of the principal office of the corporation is 901 N. Grove Street, Eustis, Florida 32726. The location of the principal office shall be subject to change as may be provided in bylaws duly adopted by the corporation.

**ARTICLE V**

**Mailing Address**

The mailing address of the corporation is 901 N. Grove Street, Eustis, Florida 32726.

**ARTICLE VI**

**Shares**

The corporation shall have authority to issue Ten Thousand (10,000) shares of Common Stock, One Cent (\$.01) par value per share.

**ARTICLE VII**

**Initial Registered Office and Agent**

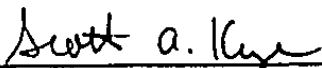
The address of the initial Registered Office of the corporation is The Greenleaf Building, Third Floor, 200 Laura Street, Jacksonville, Florida 32201-0240, and the initial Registered Agent at such address is F & L Corp.

**ARTICLE VIII**

**Incorporator**

The name and address of the sole incorporator of the corporation is: Scott A. Kizer, c/o Foley & Lardner, Suite 1800, 111 North Orange Avenue, Post Office Box 2193, Orlando, Florida 32802-2193.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned incorporator this 26th day of November, 1996.

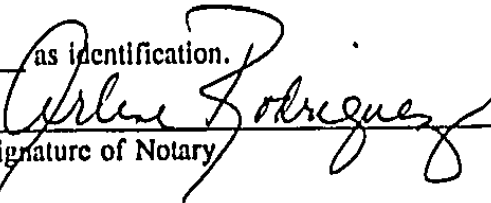
  
\_\_\_\_\_  
Scott A. Kizer, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 26th day of November, 1996,  
by Scott A. Kizer. Such person did not take an oath and: *(notary must check applicable box)*

- is/are personally known to me.
- produced a current Florida driver's license as identification.
- produced \_\_\_\_\_ as identification.

{Notary Seal must be affixed}

  
\_\_\_\_\_  
Signature of Notary

\_\_\_\_\_  
Name of Notary (Typed, Printed or Stamped)

Commission Number (if not legible on seal): \_\_\_\_\_

My Commission Expires (if not legible on seal): \_\_\_\_\_



ARLENE RODRIGUEZ  
My Commission CC348304  
Expires Feb. 03, 1998  
Bonded by HAI  
800-422-1636

F & L CORP.

Consent of Sole Shareholder

The following resolution is hereby adopted by the undersigned, being the sole shareholder of F & L Corp., a Wisconsin corporation ("Corporation").

RESOLVED, that the following partners of Foley & Lardner are hereby authorized to execute and deliver on behalf of the Corporation all such documents as may be required in connection with the Corporation's serving as registered agent for domestic and foreign corporations and limited partnerships in the State of Florida:

Edmund T. Baxa, Jr.  
John R. Dawson  
Michael W. Grebe  
Charles V. Hedrick  
William D. King  
David M. Rieth  
John A. Sanders  
William P. Sklar  
Martin A. Traber  
Richard A. Weiss

Dated: August 1, 1995

FOLEY & LARDNER

By: 

Michael W. Grebe  
Chairman and Chief Executive  
Officer

**ACCEPTANCE OF APPOINTMENT  
BY INITIAL REGISTERED AGENT**


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THE UNDERSIGNED, having been named in Article VII of the foregoing Articles of Incorporation as Initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as Registered Agent of the corporation.

DATED, this 26th day of November, 1996.

REGISTERED AGENT:

F & L CORP.,  
a Wisconsin corporation

By:   
John A. Sanders