

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P97000083331

The Alhambra Eye & Laser  
Center, PA.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_ L.C. File \_\_\_\_\_
- \_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_ Merger File \_\_\_\_\_
- \_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_ Officer Search \_\_\_\_\_
- \_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_ Driving Record \_\_\_\_\_
- \_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_ Courier \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name Cher Date 9.25 Time 1008

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

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9-26-97



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

September 25, 1997

**CAPITAL CONNECTION, INC.**  
**417 E. VIRGINIA ST.**  
**STE. 1**  
**TALLAHASSEE, FL 32301**

**SUBJECT: THE ALHAMBRA EYE & LASER CENTER, P.A.**  
**Ref. Number: W97000022055**

We have received your document for THE ALHAMBRA EYE & LASER CENTER, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

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) 487-6929.

**Randall Purinton**  
**Document Specialist**

**Letter Number: 897A00047532**

ARTICLES OF INCORPORATION  
FOR PROFESSIONAL CORPORATION  
THE ALHAMBRA EYE & LASER CENTER, P.A.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 SEP 25 AM 8:20

The undersigned natural person, competent and licensed to practice medicine in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be THE ALHAMBRA EYE & LASER CENTER, P.A. The corporation's address is the same as the registered office address.

ARTICLE II - PURPOSE

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in the practice of Ophthalmology and Ophthalmic Surgery.
- b. To engage and render the professional services involved through its officers, agents and employees who shall be physicians in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

#### ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be ten thousand (10,000) shares of common stock at one dollar (\$1.00) per share par value.

- a. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- b. Share of the Corporation's stock and certificates shall be issued only to physicians in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

#### ARTICLE IV - DURATION

The Corporation shall have perpetual existence, commencing on the date of filing hereof.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this

Corporation is 325 Alhambra Circle, Coral Gables, Florida 33134.

The name of the initial registered agent is Charles Gremillion.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Directors of this Corporation are:

| <u>Name</u>         | <u>Address</u>  |
|---------------------|---|
| John J. Martin, Jr. | 325 Alhambra Circle<br>Coral Gables, Florida<br>33134 |
| Charles Gremillion  | 325 Alhambra Circle<br>Coral Gables, Florida<br>33134 |

ARTICLE VII - SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, stockholder, agent or employee of this Corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the Corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the Corporation on account of professional services. The Corporation shall forthwith, upon such disqualification of any shareholder, purchase shareholder's shares and pay him all amounts owing and lawfully due to him by the Corporation, except that such shares shall not be entitled to

dividends.

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - INCORPORATOR

The name of the Incorporator executing these Articles is Charles Gremillion, whose address is 325 Alhambra Circle, Coral Gables, Florida 33134.

ARTICLE X - AMENDMENT

The power to adopt, alter or amend or repeal the by-laws of this Corporation shall be vested with the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation in the State of Florida, this 23 day of September, 1997.

  
\_\_\_\_\_  
CHARLES GREMILLION  
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the foregoing Corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to act in such capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of the duties of the undersigned.

Dated this 23 day of September, 1997.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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Charles Gremillion  
Registered Agent

STATE OF FLORIDA )

COUNTY OF DADE )

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Charles Gremillion, known to me and known by me to be the person, who, as Incorporator, executed the foregoing Articles of Incorporation of The Alhambra Eye & Laser Center, P.A. and acknowledged before me that the foregoing Articles of Incorporation were executed for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23<sup>rd</sup> day of September, 1997.

Susana L. Balvidares.  
NOTARY PUBLIC, State of Florida

My Commission Expires:

