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October 12, 2001

Department of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

100004638301--3
-10/16/01--01035--004
*****35.00 *****35.00

Re: Medical Park Opticians, Inc. v. Ocala Eye Optical, Inc.

Dear Sirs/Madam:

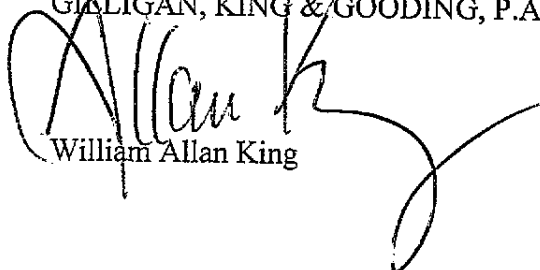
Enclosed are the original and one copy of the Articles of Amendment and Statement of Intention of Stockholders and Directors of the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$35.00 for the change of name.

Please file the enclosed Articles of Amendment and Statement of Intention of Stockholders and Directors for filing.

Thank you for your courtesies and your prompt attention to this matter.

Sincerely,

GILLIGAN, KING & GOODING, P.A.


William Allan King

WAK/kas

Enclosures: Articles of Amendment
Statement of Intention
Check

cc: Robert Tilley

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 26 AM 11:26

N/C

V SHEPARD OCT 22 2001

ARTICLES OF AMENDMENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 16 AM 11:26

Medical Park Opticians, Inc., A Florida corporation, under the corporate seal and the hands of its President, Gordon C. Schwenk, M.D., and Secretary, Michael Morris, M.D., hereby certify that:

The attached Statement of Intention of Stockholders and Directors of Medical Park Opticians, Inc., to change corporate name is executed by all of the stockholders and directors of the said corporation and thereby manifests their intention that the name of the said corporation be changed from Medical Park Opticians, Inc. to Ocala Eye Optical, Inc., effective October 15, 2001.

IN WITNESS WHEREOF, said corporation has caused these Articles of Amendment to be signed in its name by its President and its corporation seal to be thereunto affixed and attested by its Secretary, this 12th day of October, 2001.

CORPORATE SEAL

Medical Park Opticians, Inc.

ATTEST:

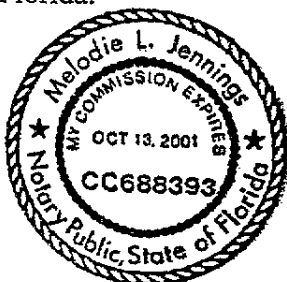
BY: Michael Morris
Michael Morris, M.D.
Secretary

BY: Gordon C. Schwenk
Gordon C. Schwenk, M.D.
President

STATE OF FLORIDA
COUNTY OF MARION

This day personally appeared before me, the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments, Gordon C. Schwenk, M.D., as President, and Michael Morris, M.D., as Secretary of Medical Park Opticians, Inc., a Florida corporation, and acknowledged before me that they executed the above and foregoing Articles of Amendment as such officers for and on behalf of said corporation, after having been duly authorized so to do and affixed the corporate seal of said corporation thereof.

WITNESS, my hand and official seal on this 12th day of October, 2001, at Ocala, Marion County, Florida.

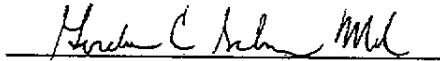



Melodie L. Jennings
Notary Public

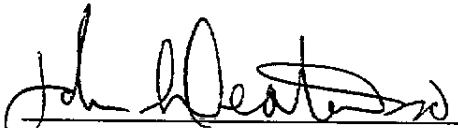
**STATEMENT OF INTENTION OF
STOCKHOLDERS AND DIRECTORS OF
MEDICAL PARK OPTICIANS, INC.
TO CHANGE CORPORATE NAME TO
OCALA EYE OPTICAL, INC.**


Pursuant to F.S. § 607.181, the undersigned, Gordon C. Schwenk, M.D., Mark A. Jank, M.D., John S. Deaton, D.O., Richard C. Warren, M.D., Michael Morris, M.D., Chander Samy, M.D., and Peter J. Polack, M.D., constituting all of the Stockholders and Directors of Medical Park Opticians, Inc., a Florida Corporation, eligible to vote, hereby manifests their intention that an Amendment to the Articles of Incorporation be adopted to change the name of the said corporation from Medical Park Opticians, Inc. to Ocala Eye Optical, Inc., effective October 15, 2001.

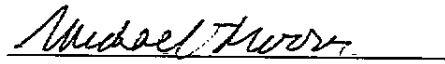
Dated this 12th day of October, 2001.

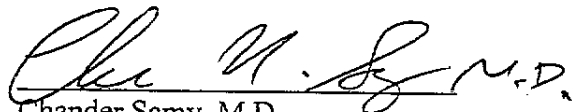

Gordon C. Schwenk, M.D.
Stockholder and Director

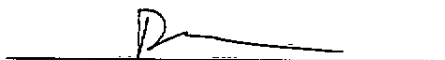

Mark A. Jank, M.D.
Stockholder and Director


John S. Deaton, D.O.
Stockholder and Director


Richard C. Warren, M.D.
Stockholder and Director


Michael Morris, M.D.
Stockholder and Director


Chander Samy, M.D.
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