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CT Corporation System 660 East Jefferson Street Tallahassee, FL 32301 850-222-1092

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Name Availability: Document Examiner: Updater: Verifier: Acknowledgement:	(Please Return Extra Copies File Stamped Fo: Jeffrey Butterfield
W.P. Verifier:	7/2	RECEIVED OMA -2 ANII: O DEPARTMENT OF STATE ALLAHASSEE, FLORII

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACE **BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA. 1. Opticare Eye Health Network, Inc. (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.) 2. North Carolina 3 56-1674129 (State or country under the law of which it is incorporated) (FEI number, if applicable) 4, 10/23/89 Perpetual (Duration: Year corp. will cease to exist or "perpetual") (Date of incorporation) 6. Upon filing (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) 7. 112 Zebulon Court Rocky Mount, NC 27804 (Current mailing address) 8. To engage in any lawful act or activity for which a corporation may be organized. (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) 9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) Name: CT Corporation System Office Address: 1200 South Pine Island Road Plantation 10. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

(Registered agent's signature)

with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept

STEPHEN ADAMO **ASSISTANT SECRETARY**

the obligations of my position as registered agent.

C T Corporation System

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)
Chairman: Dean Yimoyines
Address: 87 Grandview Avenue
Waterbury, CT 06708
Vice Chairman: Steven Ditman
Address: 87 Grandview Avenue
Waterbury, CT 06708
Director: Allan L. Barker, O. D
Address: 2325 Sunset Avenue
Rocky Mount, NC 27804
Director:
Address:
B. OFFICERS (Street address only - P.O. Box NOT acceptable)
President: Samuel Petteway
Address: 112 Zebulon Court
Rocky Mount, NC 27804
Vice President: Jason Harrold
Address: 2325 Sunset Avenue
Rocky Mount, NC 27804
Secretary: Stephen P. Fisher
Address: 87 Grandview Avenue
Waterbury, CT 06708
Treasurer: Steven Ditman
Address: 87 Grandview Avenue
Waterbury, CT 06708
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.
13. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. Specification (Typed or printed name and capacity of person signing application)

OPTICARE EYE HEALTH NETWORK, INC. Addendum to Application

Officers:

Dean Yimoyines, Chairman of the Board, President and Chief Executive Officer 87 Grandview Avenue Waterbury, CT 06708

DISTRICT ON W. 10



Department of The Secretary of State

CERTIFICATE OF EXISTENCE

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify that

OPTICARE EYE HEALTH NETWORK, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 23rd day of October, 1989, with its period of duration being Perpetual.

I FURTHER certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 27th day of April, 2000.

Elaine J. Marshall

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Secretary of State