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Morse, Barnes-Brown & Pendleton, P.C.

The Business Law Firm on Route 128

Reservoir Place • 1501 Trapelo Road • Waltham, MA 02451 • (781) 622-5930 • Fax (781) 622-5933 • email: mbbp@mbbp.com

Writer's email: dgm@mbbp.com

May 3, 2004

VIA FEDERAL EXPRESS

Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: NovaVision Clinic, Inc.

Ladies and Gentlemen:

Enclosed please find an Application by Foreign Corporation for Authorization to Transact Business in Florida for the above referenced company together with a Certificate of Good Standing and a check in the amount of \$70.00 in payment of the requisite filing fee.

Kindly acknowledge receipt of the foregoing by stamping the enclosed copy of the filing and return it to me in the envelope provided for your convenience.

Please do not hesitate to call me if you have any questions. Thank you.

Very truly yours,

Demetrios Mandilas

Corporate Paralegal

Enclosures

TRANSMITTAL LETTER

TO: Registration Section Division of Corporations		
SUBJECT: NovaVision Clinic, Inc.	<u> </u>	_
	ion - must include suffix)	
Dear Sir or Madam:		
The enclosed "Application by Foreign Corporation fo "Certificate of Existence", and check are submitted to transact business in Florida.		
Please return all correspondence concerning this matte	er to the following:	OU , SEC:
Demetrios Mandilas		
(Name o	of Person)	SS
Morse, Barnes-Brown & Pendleton, P.C.		MC 2
(Firm/C	ompany)	
1601 Trapelo Road, Suite 205		
(Ad	dress)	C
Waltham, MA 02451		
(City/State	and Zip code)	
For further information concerning this matter, please	call:	
Demetrios Mandilas at (781	622-5930	
	Code & Daytime Telephone Nu	mber)
STREET ADDRESS: Registration Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399	MAILING ADDRESS: Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	-
Enclosed is a check for the following amount:		
\$70.00 Filing Fee \$\omega\$ Certificate of Status	Certified Copy	87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT 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.	NovaVision Clinic, Inc.	
	(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")	
	(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)	
2.	Delaware 3	
	(State or country under the law of which it is incorporated) (FEI number, if applicable)	
4	December 12, 2003 5. perpetual	
••	(Date of incorporation) (Duration: Year corp. will cease to exist of "perpetual")	
6	upon qualification	
	(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)	
7.	7900 Glades Road, Suite 630, Boca, Raton, FL 33434	
	(Principal office address)	
	7900 Glades Road, Suite 630, Bocă, Raton, FL 33434	
	(Current mailing address)	
8.	To engage in any lawful act or activity for which corporations 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: Navroze S. Mehta	
0	ffice Address: 7900 Glades Road, Suite 630	
	Boca Raton Florida 33434	
	Boca Raton , Florida 33434 (City) (Zip code)	
H de fu). Registered agent's acceptance: aving been named as registered agent and to accept service of process for the above stated corporation at the place esignated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I wither agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent. Navroze S. Meltin	

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 of other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

(Registered agent's signature)

12. Names and business addresses of officers and/or directors:

A. DIRECTORS
Chairman:
Address:
Vice Chairman:
Address:
——————————————————————————————————————
Director: Navroze S. Mehta
Address: 7900 Glades Road, Suite 630, Boca Raton, FL 33434
Director:
Address:
B. OFFICERS
President: Navroze S. Mehta
Address: 7900 Glades Road, Suite 630, Boca Raton, FL 33434
Vice President: Robert Doll
Address: 7900 Glades Road, Suite 630, Boca Raton, FL 33434
Secretary: Carolyn Noonan
Address: 7900 Glades Road, Suite 630, Boca Raton, FL 33434
Treasurer: Navroze S. Mehta
Address: 7900 Glades Road, Suite 630, Boca Raton, FL 33434
NOTE: If necessary, you may anoth an addendum to the application listing additional officers and/or directors.
(Signature of Director or Officer listed in number 12 of the application)
14. Navroze S. Mehta, President
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NOVAVISION CLINIC, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF APRIL, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Darriet Smith Hindson
Harriet Smith Windson, Secretary of State

•

AUTHENTICATION: 3082405

DATE: 04-29-04

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