

CORPORATE
ACCESS,
INC.

1000000003929

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 9/11/01

CERTIFIED COPY

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Amended LHC

1.) Park Avenue Ophthalmics, LHC
(CORPORATE NAME & DOCUMENT #)

2.) Change date of organization
per Nikki@ Corp. ACCESS 9-24-01
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

APPROVAL
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****25.00 *****25.00

SPECIAL INSTRUCTIONS

9/24/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 11, 2001

CORPORATE ACCESS, INC.

SUBJECT: PARK AVENUE OPHTHALMICS, L.L.C.
Ref. Number: L00000003929

We have received your document for PARK AVENUE OPHTHALMICS, L.L.C. and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following:

The entity's date of incorporation/organization must be listed in the document.

The document must contain the usual business addresses of its managing members or managers.

Please return 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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 401A00050967

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF AMENDMENT OF
AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF PARK AVENUE OPHTHALMICS, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

THIS IS TO CERTIFY THAT:

- FIRST:** This Certificate amends the Amended and Restated Articles of Organization (the "Articles") of Park Avenue Ophthalmics, LLC, a Florida limited liability company, which Articles were originally filed with the Florida Department of State on April 6, 2000, and the assigned document number is L00000003929
- SECOND:** Article II is hereby amended to change the principal office address of the Company from 9024 Great Heron Circle, Orlando, Florida 32836 to **1911 N. Mills Avenue, Orlando, Florida 32803.**
- THIRD:** Article III is hereby amended to change the registered agent and registered office of the Company from Karen Perry, O.D., 9024 Great Heron Circle, Orlando, Florida 32836, to **G. Brock Magruder, M.D., P.A., 1911 N. Mills Avenue, Orlando, Florida 32803.**

Having been named as registered agent and to accept service of process for the above-stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent

**G. BROCK MAGRUDER, M.D., P.A.,
A FLORIDA CORPORATION,
MEMBER-MANAGER**

By: *G. Brock Magruder, Sr.*
G. Brock Magruder, Sr., M.D., as its
President

Date: *6/28/01*

- FOURTH:** Article IV is hereby amended to transfer the Management of the Membership from Karen Perry, O.D. to **G. Brock Magruder, M.D., P.A.**

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FIFTH: Article VIII of the Articles is hereby amended as follows:

ARTICLE VIII - Membership Units and Interest Ownership

The number of Membership Units which the LLC shall be authorized to issue is ten thousand (10,000). The Membership Units owned by each Member shall be as set forth below, and as may be amended from time to time.

<u>Member</u>	<u>Units</u>	<u>Interest</u>
G. Brock Magruder, M.D., P.A. 1911 N. Mills Avenue Orlando, FL 32803	1,000	100%

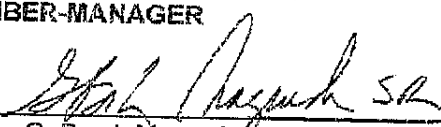
The owners of the Membership Units shall be entitled to the distribution of all assets of the Limited Liability Company.

SIXTH: The foregoing amendment to the Articles was authorized by unanimous affirmative vote of the members of the Limited Liability Company.

SEVENTH: The Articles are hereby ratified and confirmed in its entirety as amended by this Certificate.

IN WITNESS WHEREOF, this Certificate amending the Articles has been duly executed and is being filed in accordance with Florida Statutes, Section 608.411 F.S., this 28th day of June, 2001, to be effective upon filing with the Florida Department of State.

G. BROCK MAGRUDER, M.D., P.A.,
A FLORIDA CORPORATION,
MEMBER-MANAGER

By: 
G. Brock Magruder, Sr., M.D., as its
President

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