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COX & NICI

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Division of Corporations

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Florida Department of State  
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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**Center for Sight Manatee, P.L.**

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**ARTICLES OF ORGANIZATION  
OF  
CENTER FOR SIGHT MANATEE, P.L.**

**ARTICLE I  
NAME**

The name of this Limited Liability Company is CENTER FOR SIGHT MANATEE, P.L.  
(the "Company").

**ARTICLE II  
DURATION**

The period of duration for the Company is perpetual.

**ARTICLE III  
ADDRESS**

The mailing address and street address of the principal office of the Company is:

1360 E. Venice Avenue  
Venice, Florida 34292

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The initial registered office of this Company shall be c/o Cox & Nici, 1185 Immokalee Road, Suite 110, Naples, Florida 34110, and its initial registered agent at such office shall be James R. Nici, Esq.

**ARTICLE V  
MANAGEMENT**

The Company is to be a Manager-Managed company and the name and address of the elected Managers who shall serve as Managers until the first annual meeting or until their successors are chosen are:

David W. Shoemaker  
4121 Roberts Point Road  
Sarasota, Florida 34242

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ARTICLE VI  
PURPOSE - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this professional limited liability company will be:

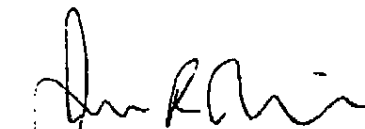
a) To engage in every phase and aspect of the business of rendering the same professional services to the public that doctors specializing in vision care and cosmetic facial surgery duly licensed under the laws of the State of Florida is authorized to render, but such professional services will be rendered only through officers, employees and agents of the Company who are duly licensed under the laws of the State of Florida to practice medicine therein;

b) To invest the funds of the Company in real estate, mortgages, stocks, bonds or any other type of investment, and to own or lease real and personal property necessary for the rendering of such professional services;

c) To do anything necessary and proper for the accomplishment or furtherance of any purposes or objectives of the Company enumerated in these Articles of Organization or any amendment thereto, and to do any act necessary or incidental to the protection and benefit of the Company; and in general, either alone or in association with other companies, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objectives of the Company.

d) It is intended that this Company may conduct and transact any business lawfully authorized and not prohibited by Chapter 608 and Chapter 621, Florida Statutes, as the same may be from time to time amended.

Dated effective as of December 31, 2007.



James R. Nici  
Authorized Representative

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

1. The name of the Company is Center for Sight Manatee, P.L.
2. The name and address of the registered agent and office is:

James R. Nici, Esq.  
c/o Cox & Nici  
1185 Immokalee Road, Suite 110  
Naples, Florida 34110

*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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.*

Dated effective as of December 31, 2007.

By: 

James R. Nici  
Initial Registered Agent

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