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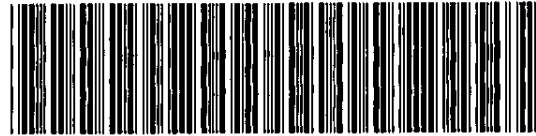
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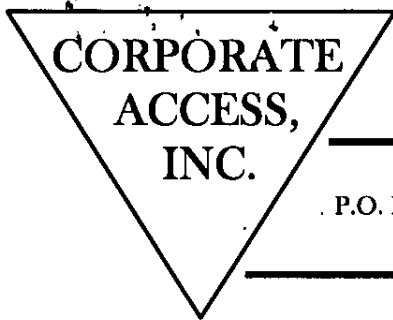
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Conversion to LLC

1.

Eye Physicians of Central Florida, P.A.

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

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CERTIFICATE OF REORGANIZATION AND CONVERSION
of
EYE PHYSICIANS OF CENTRAL FLORIDA, P.A.
into
EPCF LEASING COMPANY, LLC

This Certificate of Reorganization and Conversion is submitted to convert the following Florida professional service corporation into a Florida Limited Liability Company in accordance with §607.1113 and §608.439 Florida Statutes.

1. The other entity, Eye Physicians of Central Florida, P.A. filed Articles of Incorporation with the Florida Department of State on October 1, 1984 as Document No. H23362.
2. The name of the other entity immediately prior to the filing of this Certificate of Conversion is Eye Physicians of Central Florida, P.A.
3. The name of the Florida limited liability company into which the other entity converted is EPCF Leasing Company, LLC which will be located at 225 West State Road 434, Suite 111, Longwood, Florida 32750.
4. The conversion is to be effective as the filing of this Certificate of Reorganization and Conversion with the Florida Department of State.
5. The Plan of Reorganization and Conversion has been approved by unanimous Written Action of the Board of Directors and Shareholders on February 26, 2010, which vote was sufficient for approval.

Signed this February 26, 2010.

EYE PHYSICIANS OF CENTRAL FLORIDA, P.A.

By: Robert S. Gold
Robert S. Gold, President

EPCF Leasing Company, LLC

By: Robert S. Gold
Robert S. Gold,
Authorized Representative

ARTICLES OF ORGANIZATION
OF
EPCF LEASING COMPANY, LLC

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The undersigned hereby certifies that he is the Authorized Representative of a Member who is forming a Limited Liability Company under Florida Statutes Chapters 608. The following Articles of Organization are hereby adopted.

ARTICLE 1.
NAME

The name of the Limited Liability Company shall be EPCF LEASING COMPANY, LLC.

ARTICLE 2.
DURATION; EFFECTIVE DATE

This Limited Liability Company shall exist perpetually, commencing as of the date of the filing of these Articles of Organization.

ARTICLE 3.
ADDRESS; PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Limited Liability Company shall be 225 West State Road 434, Suite 111, Longwood, Florida 32750.

ARTICLE 4.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 225 West State Road 434, Suite 111, Longwood, Florida 32750 and the name of the registered agent is Robert S. Gold.

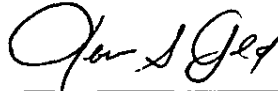
ARTICLE 5.
PURPOSE

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of this State.

The undersigned, being the Authorized Representative of a Member of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of EPCF LEASING COMPANY, LLC.

Executed by the undersigned on February 26, 2010.

AUTHORIZED REPRESENTATIVE:



Robert S. Gold

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for EPCF Leasing Company, LLC, and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this 26 day of February, 2010.



Robert S. Gold