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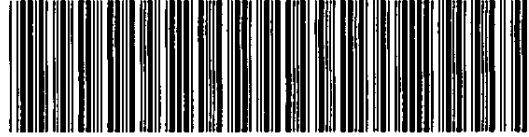
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Peter Kamenesh gave perm. to correct
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2015 AUG 27 AM 10:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~W1500051434~~
3520 on 8/27

PETER Z. KAMENESH

Attorney At Law

SBS Tower

2601 South Bayshore Drive

Suite 1030

Coconut Grove, Florida 33133

Telephone (305) 285-3205

Facsimile (855) 873-5167

July 21, 2015

(Via Federal Express)

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Randy A. Grover, Doctor of Optometry & Associates, a Florida Limited Liability Company

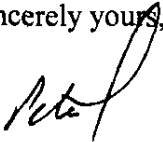
Gentleperson(s):

Enclosed please find Articles of Organization for Randy A. Grover, Doctor of Optometry & Associates, L.L.C., and our trust account check in the sum of \$125.00 representing your filing fees.

Please file the enclosed Articles.

Thank you in advance for your prompt attention to the foregoing.

Sincerely yours,



Peter Z. Kamenesh, Esq.
for the firm

cb
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 29, 2015

PETER KAMENESH
2601 SOUTH BAYSHORE DR., STE 1030
COCONUT GROVE, FL 33133

SUBJECT: RANDY A. GROVER, DOCTOR OF OPTOMETRY & ASSOCIATES,
A LIMITED LIABILITY COMPANY
Ref. Number: W15000051434

We have received your document for RANDY A. GROVER, DOCTOR OF OPTOMETRY & ASSOCIATES, A LIMITED LIABILITY COMPANY and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes. The proper form is enclosed for your convenience.

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) 245-6052.

Carol Mustain
Regulatory Specialist II

Letter Number: 315A00015959

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**ARTICLES OF ORGANIZATION
OF
Randy A. Grover, Doctor of Optometry & Associates, Limited Liability Company**

The undersigned, being the managing member of Randy A. Grover, Doctor of Optometry & Associates (the "Company"), hereby form a limited liability company under the laws of the State of Florida.

ARTICLE I. COMPANY NAME

The name of this Company is: Randy A. Grover, Doctor of Optometry & Associates,
Limited Liability Company

ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE

In accordance with Section 605 of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence upon the filing of these executed Articles of Organization with the Florida Department of State, and shall continue perpetually, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

ARTICLE III. MAILING ADDRESS OF COMPANY

The mailing address of this Company is:

9300 NW 77th Avenue
Hialeah Gardens, Florida 33016

ARTICLE IV. STREET ADDRESS OF COMPANY

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

9300 NW 77th Avenue
Hialeah Gardens, Florida 33016

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Dr. Randy A. Grover, O.D.
9300 NW 77th Avenue
Hialeah Gardens, Florida 33016

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

Pursuant to Section 605 of the Act, the Company may admit additional members upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company in attendance at a duly called meeting of the members of the Company at which a quorum exists or by written consent of the holders of not less than ninety percent (90.00%) of the Shares in the Company. Any new member which is approved by the members of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the members of the Company, and upon such member's agreement to comply with these Articles of Organization, the Regulations and such other documents, statutes, rules, regulations or guidelines as the members of the Company may from time to time determine in their sole discretion.

ARTICLE VII. RIGHT OF ASSIGNEE TO BECOME A MEMBER

An assignee of a member's interest in the Company may become a member of the Company and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company (excluding the member seeking to transfer his interest in the Company) which vote is taken at a duly called meeting of the members of the Company or by written consent of the holders of not less than ninety percent (90.00%) of the Shares in the Company (excluding the member seeking to transfer his interest in the Company) as set forth in the Regulations, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Regulations of the Company.

ARTICLE VIII. DISSOLUTION OF COMPANY

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the other members elect to continue the Company either upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company, which vote is taken at a duly called meeting of the members of the Company or by written consent of

the holders of not less than ninety percent (90.00%) of the Shares in the Company, and so long as there remains not less than two (2) members of the Company.

ARTICLE IX. MANAGER

The Company shall be managed by one manager. The name and address of the initial manager is set forth below. The initial manager shall serve until the first annual meeting of the members of the Company or until their successors are elected and qualify.

Initial Manager:

Address:

Randy A. Grover, O.D. & Associates
A Florida Corporation

9300 NW 77th Avenue
Hialeah Gardens, Florida 33016

ARTICLE X. RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Regulations then in existence.

ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION

Members may adopt, alter, amend or repeal any provision of the Articles of Organization upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company which vote is taken at a duly called meeting of the members of the Company or by written consent of the holders of not less than ninety percent (90.00%) of the Shares in the Company.

ARTICLE XII. AMENDMENT OF REGULATIONS

Pursuant to Section 605 of the Act, the managers of the Company may adopt, alter, amend or repeal any provision of the Regulations upon the affirmative vote of a majority of those managers of the Company in attendance at a meeting of the managers duly called at which a quorum exists or by written consent of a majority of the managers of the Company; provided, however, any provision which has been previously adopted, altered or amended by the members of the Company and which states that it may only be amended, altered or repealed by the members of the Company, may not be altered, amended or repealed by the managers but shall only be amended, altered or repealed upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company which vote is taken at a duly called meeting of the members of the Company or by written consent of the holders of not less than ninety percent (90.00%) of the Shares in the Company.

IN WITNESS WHEREOF, the members of the Company have executed the foregoing Articles of Organization this 20 day of July, 2015.

Randy A. Grover, O.D. &
Associates, Inc.
Managing Member

By: Randy A. Grover, MD
Dr. Randy A. Grover, O.D.,
Authorized Director

**CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 60 5

of the Florida

Limited Liability Company Act:

Having been appointed registered agent of Randy A. Grover, Doctor of Optometry & Associates, L.L.C. in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.

Dated: JULY 20, 2015


Dr. Randy A. Grover, O.D.