

M9900000/061



ACCOUNT NO. : 072100000032

REFERENCE : 301923 4729406

AUTHORIZATION :

COST LIMIT :

\$ 293.75

Patricia Pizut

ORDER DATE : July 9, 1999

ORDER TIME : 9:31 AM

ORDER NO. : 301923-020

CUSTOMER NO: 4729406

500002928125--5

CUSTOMER: Dawn Leporati, Esq
Sherman & Howard
Suite 3000
633 17th St.
Denver, CO 80202

FOREIGN FILINGS

NAME: CLEARVISION LASER CENTERS -
SOUTHEAST, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

FILED
99 JUL 12 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JUL 12 AM 9:52
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

6-2-99
7-1-99

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. ClearVision Laser Centers - Southeast, LLC

(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)

2. Colorado

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 84-1439088

(FEI number, if applicable)

4. December 18, 1997

(Date of Organization)

5. 12/31/2005

(Duration: Year limited liability company will cease to exist or "perpetual")

6. March 22, 1999

(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 215 Union Boulevard, 5th Floor, Lakewood, CO 80228

(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:

TITLE:

NAME & ADDRESS:

TITLE:

ClearVision Laser Center Manager
Inc.
215 Union Blvd., 5th Floor
Lakewood, CO 80228

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL 12 AM 10:30

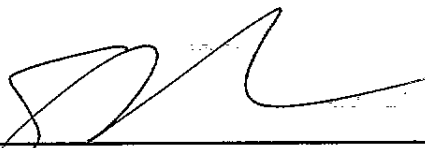
FILED

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The member or authorized representative of a member of ClearVision Laser
Centers - Southeast, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1,000 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____ ;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 1,000 .
(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

ClearVision Laser Center, Inc., Member/Manager

By:  STEPHEN KREBSTER
Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

99 JUL 12 AM 10:30
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

ClearVision Laser Centers - Southeast, LLC

2. The name and the Florida street address of the registered agent and office are:

CORPORATION SERVICE COMPANY

(Name)

1201 HAYS STREET

Florida street address (P.O. Box **NOT** ACCEPTABLE)

TALLAHASSEE, FLORIDA 32301

City/State/Zip

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 I am familiar with and accept the obligations of my position as registered agent.

By: Patricia Moore Asst Secy

(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL 12 AM 10:30

FILED



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE
CLEARVISION LASER CENTERS - SOUTHEAST, LLC
(COLORADO LIMITED LIABILITY COMPANY)

FILE # 19971203954 WAS FILED IN THIS OFFICE ON December 18, 1997
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: July 06, 1999

Victoria Buckley

SECRETARY OF STATE