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LAW OFFICE OF
MICHAEL W. YOUKON
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New York office:
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New York, New York 10001
(212) 650-1186

December 18, 1998

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
01-01-00

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-12/27/99--01091--015
*****87.50 *****87.50

Re: Ruston L. Hess, O.D. P.A.

Dear Sir or Madam:

Enclosed is an original and two (2) copies of the articles of incorporation and a check for \$87.50 for the filing fee, certified copy of the articles and a certificate of status for the captioned corporation.

Please return the certified copy of the articles and a certificate of status in the enclosed stamped self addressed envelope as soon as possible.

Thank you for your courtesy and cooperation in this matter. If you have any questions or comments or require any additional information, please do not hesitate to contact me.

Very truly yours,



Michael W. Youkon

FILED
99 DEC 27 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Michael Youkon GAVE
AUTHORIZATION BY PHONE TO
CORRECT add art 6+7
DATE 1-4-00
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1-4-00

EFFECTIVE DATE
1-1-00

**ARTICLES OF INCORPORATION
OF
RUSTON L. HESS, O.D. P.A.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 NAME

The name of the corporation shall be:

Ruston L. Hess, O.D. P.A.

ARTICLE 2 PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

501 Plaza Blvd.
Daytona Beach, Florida 32118

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 3 SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One hundred (100) shares of common stock.

ARTICLE 4 INITIAL REGISTERED AGENT AND STREET ADDRESS

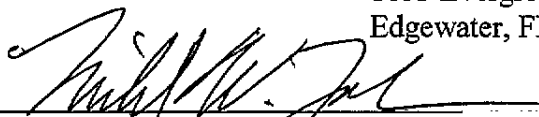
The name and Florida street address of the initial registered agent are:

Ruston L. Hess, O.D.
501 Plaza Blvd.,
Daytona Beach, Florida 32118

ARTICLE 5 INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Michael W. Youkon, Esq.
1853 Evergreen Dr.
Edgewater, FL 32141


Michael W. Youkon

December 20, 1999

Having been named as registered agent and to accept service of process for the above stated corporation 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


Ruston L. Hess, O.D.

December 20, 1999

ARTICLE 6 PURPOSE

The purpose is for medical services including optometry and related services.

ARTICLE 7. EFFECTIVE DATE

Corporate existence shall begin January 1, 2000.