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To:

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Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

ALEX BERENTHAL, O.D., P.A.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 25, 2000

FAS-T

SUBJECT: ALEX BERENTHAL, O.D., P.A.
REF: W00000002123

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 607.0802 or 617.0802, Florida Statutes, requires directors to be natural persons 18 years old or older.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

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ARTICLES OF INCORPORATION
OF

ALEX BERENTHAL, O.D., P.A.

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: ALEX BERENTHAL, O.D., P.A.

The principal place of business of this corporation shall be: 3051 JEFFERSON STREET
COCONUT GROVE, FL. 33133

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation. This Corporation is going to be involved in Medical Practice.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1,000 SHARES, ONE DOLLAR
PAR VALUE.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

ALEX BERENTHAL,
3051 JEFFERSON STREET
COCONUT GROVE, FL. 33133

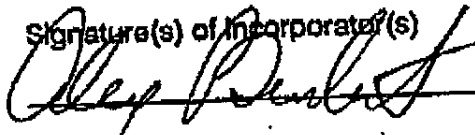
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of Incorporation is(are):

ALEX BERENTHAL
3051 JEFFERSON STREET
COCONUT GROVE, FL. 33133

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 24th day of JANUARY, 2000

Signature(s) of Incorporator(s)



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: ALEX BERENTHAL, O.D., P.A.

2. The name and address of the registered agent and office is:

JOSE F. PADRO, 5255 NW 87th AVENUE SUITE 301
(P.O. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33178
(CITY/STATE/ZIP)

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SIGNATURE


(corporate officer)

TITLE PRESIDENT

DATE 1/24/2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE



DATE 1/24/2000