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TRANSMITAL LETTER

FILED  
00 FEB - 1 PM 5:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

EFFECTIVE DATE  
2-1-00

400003115214  
-01/31/00-01098-011  
\*\*\*\*\*70.00 - \*\*\*\*\*70.00

SUBJECT: WALSH OPHTHALMIC SYSTEMS, INC.

I enclose an original and 1 copy(ies) of the Articles of Incorporation for the above corporation and a check in the amount of \$70.00.

FROM:

Matthew G. Walsh

Name

6047 Wesley Brook Drive

Address

Wesley Chapel, FL 33544

City State Zip

(813) 907-1392

Telephone Number

**ARTICLES OF INCORPORATION**  
**OF**  
**WALSH OPHTHALMIC SYSTEMS, INC.**

**EFFECTIVE DATE**

2-1-00

SECRETARY OF STATE  
TALAHASSEE, FLORIDA

00 FEB - 1 PM 5:30

FILED

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

**ARTICLE I — NAME**

The name of the corporation shall be:

WALSH OPHTHALMIC SYSTEMS, INC.

**ARTICLE II — PRINCIPAL OFFICE**

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

6047 Wesley Brook Drive  
Wesley Chapel, FL 33544

**ARTICLE III — CAPITAL STOCK**

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

2000

**ARTICLE IV — INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Mathew G. Walsh  
6047 Wesley Brook Drive  
Wesley Chapel, FL 33544

**ARTICLE V — INCORPORATOR**

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

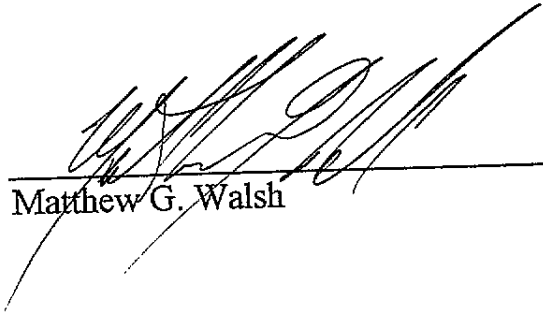
Matthew G. Walsh  
6047 Wesley Brook Drive  
Wesley Chapel, FL 33544

**ARTICLE VI — EFFECTIVE DATE**

Pursuant to section 607.0123 of the Florida Statutes, the effective date of this document shall be:

February 1, 2000

The undersigned has executed the Articles of Incorporation this 19<sup>th</sup> day of January 2000.

  
\_\_\_\_\_  
Matthew G. Walsh

**Certificate of Designation**

**Registered Agent/Registered Office**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporations, 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:

WALSH ~~OPHTHALMIC~~ SYSTEMS, INC.  
OPHTHALMIC

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

Matthew G. Walsh  
6047 Wesley Brook Drive  
Wesley Chapel, FL 33544

SECRETARY OF STATE  
TALAHASSEE, FLORIDA


00 FEB - 1 PM 5:30

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Signature

Title:


Date:

  
~~PRESIDENT~~ PRESIDENT  
1-25-00

HAVING BEEN NAMED AS REGISTERED AGENT AND NOT 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.

Signature:

Date:

  
1-25-00