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FILED  
00 MAY 11 AM 9:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 9, 2000

Secretary of State  
Corporate Division  
409 East Gaines Street  
P.O. Box 6327  
Tallahassee, Florida 32314

600003247436--7  
-05/11/00--01008--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Richard G. Livernois, M.D., P.A.

Gentlemen:

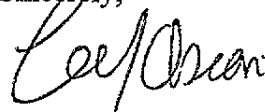
I am enclosing herewith an original and copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$78.75 is enclosed which represents the following fees:

1 Filing fee	\$ 35.00
1 Certified copy	8.75
1 Registered agent fee	<u>35.00</u>
Total	\$ 78.75

Please file the original of the enclosed Articles of Incorporation and return the certificate of incorporation to my office with the enclosed envelope.

Your prompt attention to this matter is appreciated.

Sincerely,



LEE J. OSIASON

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Enclosures

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**ARTICLES OF INCORPORATION**  
**OF**  
**RICHARD G. LIVERNOIS, M.D., P.A.**

The undersigned subscriber to these articles of incorporation, being duly licensed to practice medicine under the laws of the state of Florida, adopt these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

**ARTICLE I. NAME**

The name of the professional service corporation is Richard G. Livernois, M.D., P.A.

**ARTICLE II. PRINCIPAL OFFICE**

The principal office and mailing address of this corporation is:

Dr. Richard G. Livernois  
Laser Vision Institute  
5006 E. Flower Avenue  
Suite G  
Tampa, FL 33617

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**ARTICLE III. PURPOSE**

The professional service corporation is formed to engage in every phase and aspect of the practice of medicine. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

**ARTICLE IV. TERM OF EXISTENCE**

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

**ARTICLE V. CAPITAL STOCK**

This corporation is authorized to issue one thousand (1000) shares of One (\$1.00) Dollar Par Value Voting Common Stock. None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice medicine in the state of Florida.

**ARTICLE VI. REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation and the name of the initial Registered Agent of this corporation at such address are as follows:

Dr. Richard G. Livernois  
Laser Vision Institute  
5006 E. Flower Avenue  
Suite G  
Tampa, FL 33617

#### ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors are:

Name	Address
Dr. Richard G. Livernois	Laser Vision Institute 5006 E. Flower Avenue Suite G Tampa, FL 33617

#### ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these articles of incorporation as subscriber is:

Name	Address
Dr. Richard G. Livernois	Laser Vision Institute 5006 E. Flower Avenue Suite G Tampa, FL 33617

#### ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice medicine in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

#### ARTICLE X. AMENDMENT

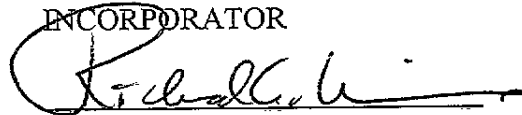
The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

#### ARTICLE XI INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on April 8, 2000.

INCORPORATOR



DR. RICHARD G. LIVERNOIS

#### REGISTERED AGENT

The undersigned hereby accepts its appointment as Registered Agent of the Corporation as set forth in the foregoing Articles of Incorporation.



DR. RICHARD G. LIVERNOIS