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FLORIDA PROFIT CORPORATION OR P.A.

Pamela Ebmeier Montmeny, O.D., P.A.

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**ARTICLES OF INCORPORATION
OF
PAMELA EBMEIER MONTMENY, O.D., P.A.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a professional service corporation under the Professional Service Corporation and Limited Liability Company Act (the "Act") for the purpose of rendering professional services, as defined in the Act.

**ARTICLE I
NAME**

The name of this Corporation is:

PAMELA EBMEIER MONTMENY, O.D., P.A.

**ARTICLE II
PURPOSE**

This Corporation is organized for the specific purpose of rendering professional services in the practice of optometry and the transaction of any or all lawful business related or incidental thereto.

**ARTICLE III
CAPITAL STOCK**

This Corporation is authorized to issue seven thousand five hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this Corporation is:

2157 N.E. 63rd Street
Ft. Lauderdale, FL 33308

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

William J. Gross, Esq.
c/o Tripp Scott, P.A.
110 S.E. 6th Street, 15th Floor
Ft. Lauderdale, FL 33301

Prepared by: William J. Gross, Esq.
FL Bar No. 0898678
Tripp Scott, P.A.
P.O. Box 14245
Ft. Lauderdale, FL 33302
(954) 525-7500

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**ARTICLE VI
INCORPORATOR**

The name and street address of the Incorporator is:

William J. Gross, Esq.
c/o Tripp Scott, P.A.
110 S.E. 6th Street, 15th Floor
Ft. Lauderdale, FL 33301

**ARTICLE VII
BOARD OF DIRECTORS**

This Corporation shall have one (1) Director, initially. The name and address of the initial member of the Board of Directors is:

NAME

ADDRESS

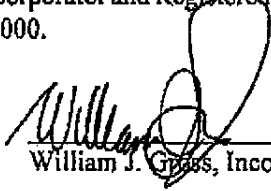
Pamela Ebmeier Montmeny, O.D.

2157 N.E. 63rd Street
Ft. Lauderdale, FL 33308

**ARTICLE VIII
AMENDMENT**

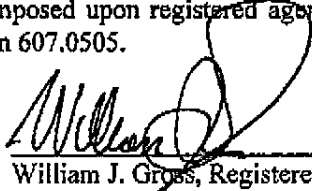
These Articles of Incorporation may only be amended by the Board of Directors (but only to the extent permitted by the Florida Business Corporation Act) or by the vote of shareholders holding a majority of the issued and outstanding common stock of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this 27th day of September, 2000.



William J. Gross, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.



William J. Gross, Registered Agent

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