

PO10000104685

BOONE, BOONE, BOONE, HINES & KODA, P.A.

P. O. BOX 1596

VENICE, FLORIDA 34284

ESTABLISHED 1956

E.G. (DAN) BOONE  
JEFFERY A. BOONE  
STEPHEN K. BOONE  
CHARLES D. HINES  
JOHN S. KODA  
PEGGY S. FROOK

October 26, 2001

STREET ADDRESS:  
1001 AVENIDA DEL CIRCO 34285  
TELEPHONE (941) 488-6716  
FAX (941) 488-7079  
e-mail: adm@boone-law.com

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: TRISHA D. WERNER, O.D., P.A.

800004657118--0  
-10/29/01--01057--021  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir:

We enclose original and one copy of Articles of Incorporation for the above corporation. Also enclosed is our check in the amount of \$78.75 to cover the cost of this filing.

Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified Copy of Articles	<u>8.75</u>
Total Filing Fee	\$ 78.75

The corporation's beginning date is upon filing your office, to be effective October 29, 2001.

Please return a certified copy of the Articles of Incorporation to our office via the enclosed Fed Ex return letter.

Thank you for your attention to this matter.

Very truly yours,

*Charles D. Hines*

Charles D. Hines

FILED  
01 OCT 30 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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D. WHITE OCT 30 2001

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
TRISHA D. WERNER, O.D., P.A.

The undersigned, who is duly licensed to practice optometry in the State of Florida, desiring to form a professional corporation in accordance with the Florida Professional Service Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be:

TRISHA D. WERNER, O.D., P.A.

ARTICLE II - PURPOSE

The purpose for which the Corporation is organized shall be to engage in the practice of optometry within the State of Florida, and to take all actions that are necessary or proper in connection with that practice.

ARTICLE III - DURATION

The beginning date of this corporation shall be October 29, 2001 and it shall exist perpetually or until dissolved on a vote of the shareholders.

ARTICLE IV - POWERS

The professional corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

#### ARTICLE V - CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the corporation shall be 1,000 shares having a par value of One Dollar (\$1.00) per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued shall be paid fully for and shall be non-assessable.

Each shareholder must be duly licensed or otherwise legally authorized to practice optometry in the State of Florida.

#### ARTICLE VI - CAPITALIZATION

The amount of capital with which the corporation will begin to practice optometry is not less than \$5,000.00

#### ARTICLE VII - INCORPORATORS

The name and address of the incorporator, together with the number of shares of stock each agrees to take, are:

<u>Name</u>	<u>Address</u>	<u>No. Shares</u>
Trisha D. Werner	1531 San Ysidro Way Venice, Florida 34292	100

#### ARTICLE VIII PRINCIPAL OFFICE

The principal office of this corporation shall be located at 3633 Webber Street, Sarasota, Florida, 34232, but the corporation

shall have the power to relocate its principal office or establish branch offices at any other place within or without the State of Florida.

ARTICLE IX  
OFFICERS AND DIRECTORS

The business of this corporation shall be conducted, carried on and managed by the officers of this corporation and a board of directors composed of one(1)member, which number may be altered from time to time in accordance with the By-Laws adopted by this corporation within the limitations prescribed by law. The officers of this corporation shall be a President, a Secretary and any other officers as to the Board of Directors may seem expedient. Any two or more offices may be held by the same person. The office of Secretary may be held by a non-stockholder and non-director. The names and addresses of the initial board and officers are:

TRISHA D. WERNER	1531 San Ysidro Way Venice, Florida 34292	Director President V. President Secretary Treasurer
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ARTICLE X  
REGISTERED AGENT

The initial registered agent and the address of his office is:

Charles D. Hines, Esq.  
1001 Avenida Del Circo  
Venice, Florida, 34284

ARTICLE XI

AMENDMENT

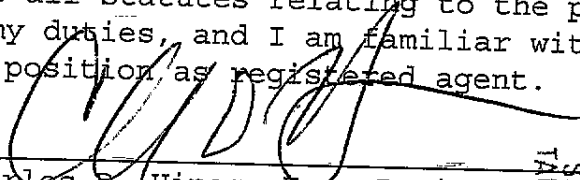
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholder meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to this reservation.

IN WITNESS WHEREOF, the subscriber executed these Articles of Incorporation this 26<sup>th</sup> day of October 2001.

  
TRISHA D. WERNER, O.D.

ACCEPTANCE OF REGISTERED AGENT

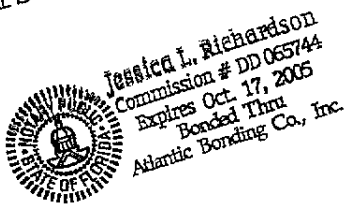
The undersigned, who has been designated registered agent and to accept service of process for the above corporation, affirms that his name is Charles D. Hines and the address for the registered agent of the corporation is 1001 Avenida Del Circo, Venice, Florida. I hereby accept the appointment as registered 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.

  
Charles D. Hines, Esq., Registered Agent

STATE OF FLORIDA)  
COUNTY OF SARASOTA)

FILED  
OCT 30 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I HEREBY CERTIFY that the foregoing Articles of Incorporation were acknowledged before me this 26<sup>th</sup> day of October, 2001, by Trisha D. Werner, O.D., the Incorporator, who is personally known to me.



NOTARY PUBLIC

Sign Jessica L. Richardson  
Print JESSICA L. RICHARDSON

(SEAL)

My Commission Expires:

f:/corp/8711/artclsmd