

**CAPITAL CONNECTION, INC.**

Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*P02000000/351*

**FILED**  
02 JAN -3 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-01/03/02--01017--024  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

*Knauer & Smithwick Ophthalmology  
Associates, P.A.*

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- ☒ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File *W02 - 241*
- \_\_\_\_\_ UCC 11 Search **J. BRYAN JAN - 3 2002**
- \_\_\_\_\_ UCC 11 Retrieval **J. BRYAN JAN - 4 2002**
- \_\_\_\_\_ Courier \_\_\_\_\_

**RECEIVED**  
02 JAN -3 AM 11:48  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date *1/3/02*

Time *11:12*

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 3, 2002

CAPITAL CONNECTION, INC.

SUBJECT: KNAUER & SMITHWICK OPHTHALMOLOGY ASSOCIATES, P.A.  
Ref. Number: W02000000241

We have received your document for KNAUER & SMITHWICK OPHTHALMOLOGY ASSOCIATES, P.A. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6929.

Joey Bryan  
Document Specialist  
New Filing Section

Letter Number: 402A00000359

**RE-SUBMIT**  
PLEASE OBTAIN THE ORIGINAL  
FILE DATE

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TALLAHASSEE, FLORIDA

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02 JAN -4 AM 11:06

**FILED**  
02 JAN -3 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
KNAUER & SMITHWICK OPHTHALMOLOGY ASSOCIATES, P.A.**

The undersigned, being a natural person of the age of more than twenty-one years, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Professional Service Corporation and Limited Liability Company Act.

**FIRST:** The name of the corporation ("Corporation") shall be Knauer & Smithwick Ophthalmology Associates, P.A..

The principal place of business of this corporation shall be 2535 Riverside Avenue, Jacksonville, Duval County, Florida 32204.

**SECOND:** The duration of the corporation shall be perpetual.

**THIRD:** The purposes for which the Corporation is organized, which shall continue to be the purposes of the Corporation until and if the same be amended pursuant to the provisions of the Florida Professional Service Corporation and Limited Liability Company Act, and which shall include the authority of the Corporation to transact any lawful business for which a corporation may be incorporated under the Florida Professional Service Corporation and Limited Liability Company Act, are as follows:

- A. To provide medical services.
- B. To have all of the powers conferred upon corporations organized under the Florida Business Corporation Act.

**FOURTH:** The aggregate number of shares which the Corporation shall have the authority to issue is One Thousand (1,000), all of which are of a par value of One dollar (\$1.00) and each of which are to be common shares of the same class.

Each share of stock, regardless of class, shall share equally in the distribution of assets of the Corporation with no preference other than as to the election of directors residing in any class of stock.

**FIFTH:** The address of the initial registered office of the Corporation in the State of Florida is 1000 Riverside Avenue, Suite 200, Jacksonville, County of

Duval, Florida 32204; and the name of the initial registered agent of the Corporation at such address is Christopher L. Nuland.

**SIXTH:** The manner in which the directors of the Corporation shall be elected shall be contained in the Bylaws of the Corporation.

The name and address of the initial members of the Board of Directors are:

William J. Knauer, III, M.D.	2535 Riverside Avenue Jacksonville, Florida 32204
Walter Smithwick, IV, M.D.	2535 Riverside Avenue Jacksonville, Florida 32204

**SEVENTH:** The name and address of the incorporator are as follows:

Christopher L. Nuland  
1000 Riverside Avenue, Suite 200  
Jacksonville, FL 32204

**EIGHTH:** The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have the power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of disinterested directors, or otherwise, both as to such person's action in such person's official capacity while holding such office, and shall continue as to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed on January 2, 2002.

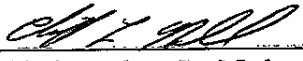


Christopher L. Nuland, Incorporator



## ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Pursuant to the provisions of the Florida Professional Service Corporation and Limited Liability Company Act, the undersigned hereby accepts its appointment as the registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.

  
\_\_\_\_\_  
Christopher L. Nuland

**FILED**  
02 JAN -3 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA