

AFFORDABLE LEGAL CLINIC, INC.

426 E. Highway 434 • Winter Springs, Florida 32708

Post Office Box 180292 • Casselberry, Florida 32718-0292

Telephone: (407) 327-5297 • Facsimile: (407) 327-8444 • e-mail: rainbow@iag.net

P02000097314

August 30, 2002

Secretary of State
Division of Corporations
Post Office Box 6327
The Capitol
Tallahassee, Florida 32399-6327

Re: DR. EDWARD C. SHEPLAN, P.A.

600007541546--7
-09/05/02--01043--002
*****70.00 *****70.00

Dear Sir:

Enclosed please find two copies of Articles of Incorporation and Registered Agent's Certificate for a new Florida corporation now being formed -- DR. EDWARD C. SHEPLAN, P.A.

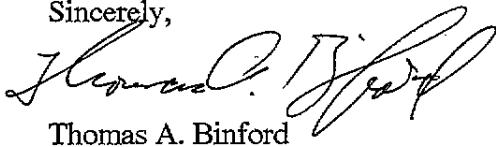
Also enclosed please find our check in the amount of \$70.00. This check includes payment for the following:

Filing fee	\$35
Registered Agent's Designation	35
TOTAL	\$70.00

Please send the duplicates of the Articles of Incorporation and Registered Agent's Certificate to Affordable Legal Clinic, Inc., 426 E. Hwy 434, Winter Springs, Florida 32708.

Your cooperation in this matter is appreciated.

Sincerely,


Thomas A. Binford

FILED
2002 SEP -5 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

TAB:rr

10/1/02

ARTICLES OF INCORPORATION
OF
DR. EDWARD C. SHEPLAN, P. A.

ARTICLE 1. NAME.

The name of the Corporation is DR. EDWARD C. SHEPLAN, P. A.

ARTICLE II. DURATION.

This Corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III. PURPOSE.

This Corporation is organized for the purpose of transacting any or all lawful business as a doctor of optometry.

ARTICLE IV. CAPITAL STOCK.

This Corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock.

ARTICLE V. PRE-EMPTIVE RIGHTS.

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT.

The street address and mailing address of the initial registered agent of this Corporation is 110 Lake Destiny Trail, Altamonte Springs, Florida 32701. The principal street address of the Corporation is 110 Lake Destiny Trail, Altamonte Springs, Florida 32701. The principal mailing address of the Corporation is 110 Lake Destiny Trail, Altamonte Springs, Florida 32701. The name and address of the initial registered agent of this Corporation is Dr. Edward C. Sheplan, 110 Lake Destiny Trail, Altamonte Springs, Florida 32701.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2002 SEP -5 AM 9:22

FILED

ARTICLE VII. INCORPORATOR.

The name and address of the person signing these Articles of Incorporation is:
Dr. Edward C. Sheplan, 110 Lake Destiny Trail, Altamonte Springs, Florida 32701.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS.

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Dr. Edward C. Sheplan
110 Lake Destiny Trail
Altamonte Springs, Florida 32701

ARTICLE IX. INDEMNIFICATION.

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X. AMENDMENTS.

This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 30 day of AUG., 2002.

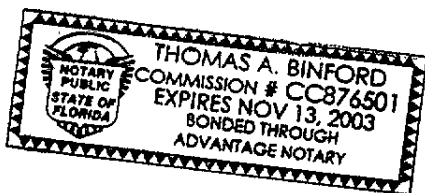

DR. EDWARD C. SHEPLAN

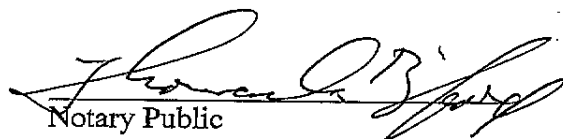
STATE OF FLORIDA

COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, DR. EDWARD C. SHEPLAN, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily and for the purposes therein expressed. DR. EDWARD C. SHEPLAN presented FL. DR. LIC.
S145-223-53-134-0 as identification.

WITNESS my hand and official seal at Winter Springs, County of Seminole, State of Florida, this 30 day of AUG, 2002.




Notary Public

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

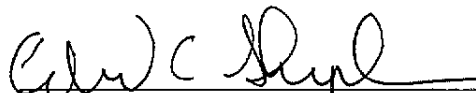
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that DR. EDWARD C. SHEPLAN, P. A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 110 Lake Destiny Trail, Altamonte Springs, Florida 32701, has named Dr. Edward C. Sheplan located at 110 Lake Destiny Trail, Altamonte Springs, Florida 32701, as its agent to accept service of process within Florida.

Dated: 8/30/02


DR. EDWARD C. SHEPLAN, Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


EDWARD C. SHEPLAN, President
Registered Agent
DR. EDWARD C. SHEPLAN, P.A.

2002 SEP -5 AM 9:22
FILED
STATE
TALLAHASSEE, FLORIDA