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TALLAHASSEE FLORIDA

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# THE STRATEGIC COUNSEL, L.C.

◆ ATTORNEYS & COUNSELLORS AT LAW ◆

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

FILED  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Enclosed are an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

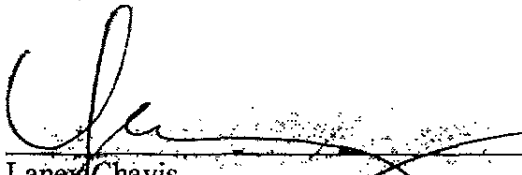
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FROM:

  
Laney Chavis  
The Strategic Counsel, L.C.  
4805 West Laurel Street, Suite 230  
Tampa, Florida 33607



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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

May 12, 2003

THE STRATEGIC COUNSEL, LC  
4805 WEST LAUREL STREET  
SUITE 230  
TAMPA, FL 33607

SUBJECT: ADVANCED PEDIATRIC OPHTHALMOLOGY & ADULT  
STRABISMUS, P.A.  
Ref. Number: W03000013485

We have received your document for ADVANCED PEDIATRIC  
OPHTHALMOLOGY & ADULT STRABISMUS, P.A. and your check(s) totaling  
\$78.75. However, the enclosed document has not been filed and is being  
returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I  
hereby am familiar with and accept the duties and responsibilities as Registered  
Agent.")

The registered agent must sign accepting the designation.

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) 245-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 303A00029039

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 MAY 22 AM 11:38

RECEIVED

ARTICLES OF INCORPORATION

OF

ADVANCED PEDIATRIC OPHTHALMOLOGY & ADULT STRABISMUS, P.A.

FILED

2003 MAY 22 PM 3:44

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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 ADVANCED PEDIATRIC OPHTHALMOLOGY & ADULT STRABISMUS, P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 12220 Bruce B. Downs Blvd., Tampa, FL 33612

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 by the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 100 shares of common stock without par value.

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 address of the initial registered office of this professional service corporation is 4805 W. Laurel St., Suite 230, Tampa, Florida, 33606. The name of the initial registered agent at that address is Steve P. Riley.

## 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:

Magda Barsoum-Homsy, M.D.  
3347 S. Westshore Blvd.  
Tampa, FL 33606

## ARTICLE VIII. SUBSCRIBER

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

Magda Barsoum-Homsy, M.D.  
3347 S. Westshore Blvd.  
Tampa, FL 33606

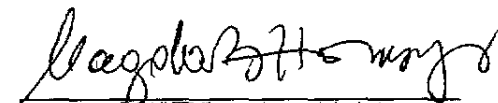
## ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

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.

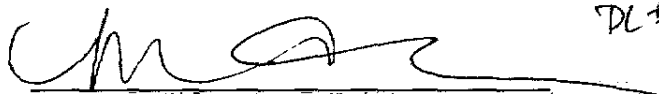
ARTICLE X. AMENDMENT

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.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on April 25, 2003.

  
Magda Barsoum-Homsy, M.D.

Sworn to and subscribed before me this April 25 <sup>2003</sup>, by Magda Barsoum-Homsy, MD  
DL # B625-540-42-7920

  
Notary Public - State Of Florida  
Name:

Personally known \_\_\_\_\_  
OR  
Produced Identification \_\_\_\_\_



Melaney Chevis  
My Commission DD133024  
Expires August 25, 2008

ACCEPTANCE BY REGISTERED AGENT

I, Steve P. Riley, am familiar with and accept the duties and responsibilities as Registered Agent of ADVANCED PEDIATRIC OPHTHALMOLOGY & ADULT STRABISMUS, P.A.



STEVEN P. RILEY

Attorney at Law  
The Strategic Counsel, LC  
4805 W. Laurel St., Suite 230  
Tampa, FL 33607

April 25, 07  
Date

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2003 MAY 22 PM 3:44  
SECRETARY OF STATE  
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