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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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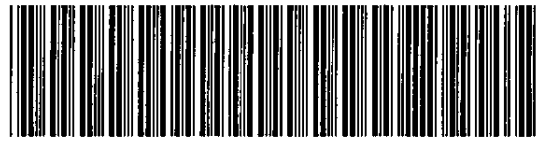
(Business Entity Name)

(Document Number)

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ESTABLISHED 1924

# FARR LAW FIRM

FARR, FARR, EMERICH, HACKETT & CARR, P.A.

PERSONAL INJURY  
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CIVIL LITIGATION  
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TITLE INSURANCE  
MARITAL & FAMILY  
ENVIRONMENTAL  
LAND USE  
BUSINESS  
TAXATION  
ELDER LAW  
ASSET PROTECTION

April 4, 2007

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: 20/20 RAD2, LLC (Document Number L07000000337)

Dear Sir/Madam:

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with §607.1115, F.S.

Please return all correspondence concerning this matter to:

David A. Holmes  
Farr, Farr, Emerich, Hackett and Carr, P.A.  
99 Nesbit Street  
Punta Gorda, FL 33950

For further information concerning this matter, please call the undersigned at (941) 639-1158.

Enclosed is a check for the following amount: \$105.00 filing fees for the conversion of the limited liability company and formation of the corporation.

Very truly yours,

David A. Holmes  
For the Firm

DAH:dma  
Enclosures  
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EARL D. FARR, 1900 - 1988  
EARL DRAYTON FARR, JR.  
Of Counsel  
GUY S. EMERICH  
FL Bar Board Certified  
Wills, Trusts & Estates Lawyer  
JACK O. HACKETT II  
FL Bar Board Certified  
Real Estate Lawyer  
MICHAEL P. HAYMANS  
CHARLES T. BOYLE  
FL Bar Board Certified  
Marital & Family Lawyer  
DAROL H.M. CARR  
CONNIE M. SCHIDER  
FL Bar Board Certified  
Marital & Family Lawyer  
Certified Family Law Mediator  
MARK A. DRAPER  
DAVID A. HOLMES  
Certified Circuit Court Mediator  
GARY A. KAHLE  
FL Bar Board Certified  
Real Estate Lawyer  
JENNIFER R. HOWELL  
ROGER H. MILLER III  
DOROTHY L. KORSZEN  
JILL C. MCCRORY  
TINA M. MAYS  
WILL W. SUNTER

Certificate of Conversion

For  
20/20 RAD2, LLC

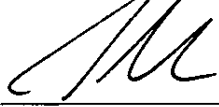
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Into  
Florida Corporation

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida corporation for profit in accordance with §607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is 20/20 RAD2, LLC.
2. The "Other Business Entity" is a limited liability company first organized, formed or incorporated under the laws of the State of Florida on January 2, 2007.
3. The name of the Florida corporation for profit as set forth in the attached Articles of Incorporation is 20/20 RAD2, P.A.
4. The conversion shall be effective on the date of filing.

Signed this 24<sup>th</sup> day of April, 2007.



David A. Holmes, Incorporator

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**ARTICLES OF INCORPORATION**

**OF**

**20/20 RAD2, P.A.**

The undersigned, as incorporator for DENNIS E. KING, D.O., MARGO H. ROCA, M.D., DANIEL V. TUFARIELLO, M.D., PEETER JAKOBSON, M.D., ALBERTO M. RIGHI, M.D. and JAMES L. SCHERER, M.D., who are licensed to practice medicine in the State of Florida, adopts these articles to form a corporation under the Professional Service Corporation Act, F.S. Chapter 621, in accordance with the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is 20/20 RAD2, P.A. The street address of its initial principal place of business is 2400 Harbor Boulevard, Suite 7, Port Charlotte, Florida 33952, and its mailing address is 99 Nesbit Street, Punta Gorda, Florida 33950.

ARTICLE II - PURPOSE

This professional service corporation is organized to engage in every phase and aspect of the practice of medicine. In addition, the professional service 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 III - CAPITAL STOCK

A. The total number of shares of capital stock which the corporation shall be authorized to issue is 1,000 shares. Such shares shall be of a single class of common stock and shall have a par value of \$1.00 per share.

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

C. No shareholder shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

ARTICLE IV - DURATION

This corporation shall have perpetual existence commencing upon filing of these Articles.

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ARTICLE V - REGISTERED AGENT

The name of the registered agent is David A. Holmes. The Florida street address of the registered agent is 99 Nesbit Street, Punta Gorda, Florida 33950.

ARTICLE VI - BOARD OF DIRECTORS AND OFFICERS

The business of this professional service corporation shall be conducted by a board of directors which shall consist of one or more members, the exact number of said board of directors to be fixed from time to time by the bylaws of this professional service corporation. The name and post office addresses of the initial board of directors, the president, secretary and treasurer who shall hold office for the first year of the existence of the professional service corporation or until their successors are elected or appointed and have qualified, are as follows:

DIRECTORS

ADDRESSES

Dennis E. King, D.O.

2400 Harbor Boulevard, Suite 7  
Port Charlotte, FL 33952

Margo H. Roca, M.D.

2400 Harbor Boulevard, Suite 7  
Port Charlotte, FL 33952

Daniel V. Tufariello, M.D.

2400 Harbor Boulevard, Suite 7  
Port Charlotte, FL 33952

Peeter Jakobson, M.D.

2400 Harbor Boulevard, Suite 7  
Port Charlotte, FL 33952

Alberto M. Righi, M.D.

2400 Harbor Boulevard, Suite 7  
Port Charlotte, FL 33952

James L. Scherer, M.D.

2400 Harbor Boulevard, Suite 7  
Port Charlotte, FL 33952

OFFICERS

TITLES

ADDRESSES

Alberto M. Righi, M.D.

President

2400 Harbor Boulevard, Suite 7  
Port Charlotte, FL 33952

Margo H. Roca, M.D.

Vice President

2400 Harbor Boulevard, Suite 7  
Port Charlotte, FL 33952

Dennis E. King, D.O.

Secretary

2400 Harbor Boulevard, Suite 7  
Port Charlotte, FL 33952

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ARTICLE VII - INCORPORATOR

The name and address of the incorporator is as follows:

INCORPORATOR

ADDRESS

David A. Holmes

99 Nesbit Street  
Punta Gorda, FL 33950

ARTICLE VIII - TRANSACTION WITH CORPORATIONS

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any other corporation or are directors or officers of any other corporation. Any director individually or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is interested shall be disclosed or shall have been known to the board of directors. Any director of this corporation who is also a director or officer of such other corporation or member of such firm or who is interested may be counted in determining the existence of a quorum at any meeting of the board of directors of this corporation which shall authorize any such contract or transaction, with like force and effect, as if he were not such officer or director of such other corporation or member of such firm, or not so interested.

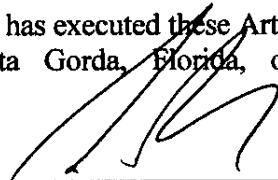
ARTICLE IX - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the board of directors of this corporation only.

ARTICLE X - AMENDMENT OF ARTICLES OF INCORPORATION

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation for the uses and purposes herein stated at Punta Gorda, Florida, on the 4th day of April, 2007.



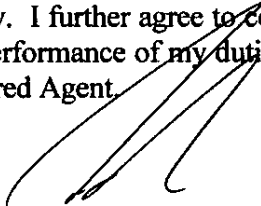
DAVID A. HOLMES, INCORPORATOR

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TALLAHASSEE, FLORIDA  
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**ACCEPTANCE OF REGISTERED AGENT**

HAVING BEEN NAMED as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this certificate, 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.



\_\_\_\_\_  
DAVID A. HOLMES

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