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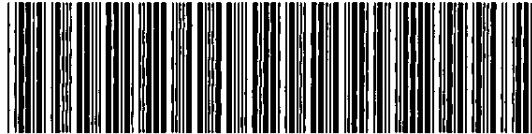
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SECRETARY OF
TALLAHASSEE, FLORIDA

2008 OCT -6 AM 10:51

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J. Shivers OCT 07 2008

LUDWIG & ASSOCIATES P.A.

ATTORNEYS AT LAW

Business, Employment, Aviation & Immigration

PHONE: (904) 281-0145

FAX: (904) 493-0384

5150 BELFORT ROAD SOUTH

BUILDING 500

JACKSONVILLE, FLORIDA 32256

Jeffrey R. Ludwig, Esq.

October 3, 2008

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

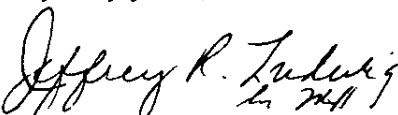
**Re: Miguel A. Estrada, O.D. & Associates, P. A.
Articles of Incorporation**

Dear Sir/Madam:

Enclosed please find original and copy of the Articles of Corporation for Miguel A. Estrada, O.D. & Associates, P. A. for filing together with our firm's check for \$70.00 for filing fees. Please return a stamped and dated copy of same to us in the stamped, self-addressed envelope enclosed.

If you have any questions, please do not hesitate to contact me.

Very truly yours,


Jeffrey R. Ludwig

JRL/mh
Enclosures

2008 OCT -6 AM 10:51
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MIGUEL A. ESTRADA, O. D. AND ASSOCIATES, P. A.**

ARTICLE I

The name of this corporation is: Miguel A. Estrada, O. D. and Associates, P. A. The principal office of the corporation is located at 9480 Arlington Expressway, Jacksonville, Florida 32225

ARTICLE II

The existence of this corporation shall commence October 1, 2008. This corporation shall thereafter have perpetual existence.

ARTICLE III

The purpose for which this corporation is organized is the practice of optometric medicine and to carry on any other lawful activity permitted by Chapter 621 of the Florida Statutes and not specifically precluded by any provision of Section 621.08 thereof.

ARTICLE IV

The aggregate number of shares of stock which the corporation shall have authority to issue is One Thousand (1,000) shares, consisting of one class only, designated as "common stock," one dollar (\$1.00) par value. Each issued and outstanding share shall be entitled to one vote. The shareholders, by either shareholders' agreement recorded in the minute book or bylaw provision, may impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE V

No holder of the common stock shall be entitled as a matter of right to subscribe for, purchase or receive any part of any issue of additional stock or shall have any preemptive right to subscribe or purchase the same.

ARTICLE VI

The initial number of directors for the corporation shall be one (1), and the shareholders, from time to time, in accordance with the bylaws and Article XII hereof, may change the number of directors, but in no case shall be less than one (1) director.

ARTICLE VII

The names and post office addresses of the first Board of Directors, who each shall hold office for the first year of existence of the corporation or until his or her successor is elected or appointed and qualified are:

Miguel A. Estrada 9480 Arlington Expressway
 Jacksonville, Florida 32225

ARTICLE VIII

The name and post office address of the incorporator of these Articles of Incorporation is Miguel A. Estrada, 9480 Arlington Expressway, Jacksonville, Florida 32225.

ARTICLE IX

The address of the initial registered office of this corporation is 5150 Belfort Road S, #500, Jacksonville, Florida 32256, and the name of the initial registered agent of this corporation at that address is Ludwig and Associates, P. A.

ARTICLE X

All of the shareholders, directors and officers of the corporation are required at all times to be persons licensed to practice optometric medicine in the State of Florida. If any shareholder, director, agent or employee of the corporation who has been rendering professional medical services to the public becomes legally disqualified to render professional medical services in the State of Florida, or such person accepts employment that, pursuant to existing law, places restrictions or limitations upon that person's continued rendering of professional medical services, then such person shall sever all employment with, and financial interests in, the corporation, subject to the terms of any bylaws or written agreements by and between such person and the corporation and/or the other shareholders which are not inconsistent with the requirements of the laws of the State of Florida. If at any time all of the shareholders of the corporation shall cease, at any one time and for any reason, to be licensed to practice medicine in the State of Florida, the corporation shall thereupon be deemed to be converted into and shall henceforth be operated solely as a business corporation.

ARTICLE XI

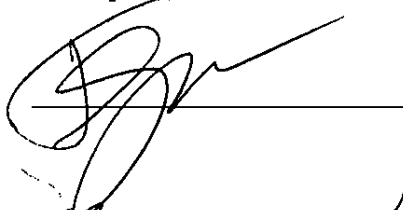

The Board of Directors is specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE XII

This corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation, in the manner prescribed by law, and all rights conferred upon shareholders herein are granted subject to this reservation.

THE UNDERSIGNED, being the incorporator hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, to make, subscribe, acknowledge and file these Articles, hereby declares and certifies that the facts herein stated are true and accordingly have hereunto set out his hand and seal this 1st day of October, 2008.

Signed, sealed and delivered
in the present of:

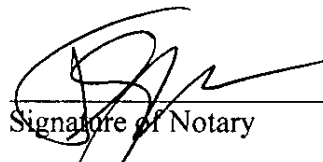

MIGUEL A. ESTRADA

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

The foregoing instrument was sworn to and acknowledged before me this 3rd day of October, 2008, by MIGUEL A. ESTRADA. MIGUEL A. ESTRADA, who produced a Florida drivers license and who took an oath.



R. TAYLOR SPEER
MY COMMISSION # DD 757435
EXPIRES: February 11, 2012
Bonded Thru Budget Notary Services


Signature of Notary
Name of Notary: _____
Commission Number: _____
My Commission expires: _____

**CERTIFICATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That Miguel A. Estrada, O. D. and Associates, P.A., is a professional corporation duly organized and existing under the laws of the State of Florida, has named Ludwig & Associates, P. A., located at 5150 Belfort Road S., #500, Jacksonville, Florida 32256, as its agent to accept service of process within this state.

MIGUEL A. ESTRADA, O.D. AND ASSOCIATES, P. A.

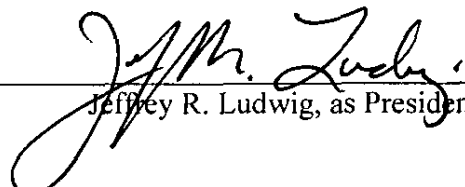
October 1, 2008
Date

By: 
Miguel A. Estrada

ACCEPTANCE

Having been named to accept service of process for Miguel A. Estrada, O.D. and Ludwig and Associates, P. A., 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 and complete performance of my duties.

October 1, 2008
Date


Jeffrey R. Ludwig, as President

FILED
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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA