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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 11/13/09

MRS
11/20

JIMMY NGUYEN, O.D.
8037 Sandberry Blvd.
Orlando, FL 32819

November 13
~~October 29~~, 2009

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Jimmy Nguyen, O.D., P.A.

Enclosed are an original and one (1) copy of the articles of incorporation and a check in the amount of \$78.75 for Articles of Organization filing fee (\$35), Designation of Registered Agent fee (\$35), and a Certified Copy fee (\$8.75).

Do not hesitate to call should you have any questions. Thank you for assistance in this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Jimmy Nguyen', with a long horizontal flourish extending to the right.

Jimmy Nguyen, O.D.

**ARTICLES OF INCORPORATION
OF
JIMMY NGUYEN, O.D., P.A.
A PROFESSIONAL CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, duly licensed to practice Optometry in the State of Florida, desiring to form a professional corporation in accordance with the Florida Business Corporation Act and the Florida Professional Service Corporation and Limited Liability Company Act, adopt the following Articles of Incorporation:

EFFECTIVE DATE 11/13/09

Article I

Name. The name of this Corporation is JIMMY NGUYEN, O.D., P.A.

Article II

Principal Office. The address of the principal office of the Corporation is 8037 Sandberry Blvd., Orlando, FL 32819.

Article III

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

Article IV

Purpose. The purpose for which the Corporation is organized is to engage in and carry on all branches of the practice of Optometry within the State of Florida, and to do those things that are necessary or proper in connection with that practice, including, but not limited to, the following:

1. To purchase, lease, or otherwise acquire, to own, hold, maintain, improve, operate, mortgage, sell, pledge, convey, lease, sublease, or otherwise deal in and dispose of personal and real property of every kind, character, and description whatsoever in furtherance of the professional business of the Corporation and in connection with any other proper business activity in which the Corporation may engage.
2. To enter into and make all necessary contracts for the conduct of its professional business with any person, partnership, association, corporation, or other entity, and to perform, carry out, cancel, and rescind those contracts.
3. To borrow or raise money reasonably required in the conduct of its professional business and in connection with any proper business activity in which the Corporation may be engaged, and to execute and deliver any instruments that may be necessary to evidence the borrowing.

4. To form and become a participant in any partnership, limited partnership, or joint venture with any other individuals, firms, corporations, or entities, and to become a shareholder in any corporation for profit, and to become a member of any association, nonprofit corporation, or other entity.
5. To carry on any other business in connection with and incidental to any of the foregoing businesses, transactions, and dealings; and to do any other act legal under the laws of the State of Florida with all the powers conferred on corporations by the laws of the State of Florida.
6. To invest the funds of the Corporation in real properties, mortgages, bonds, or any other types of investments, and while the owner or holder of any such real properties, mortgages, stocks, bonds, or other types of investments, to receive, collect, reinvest, and dispose of the interest, dividends, and income arising from such property, and to possess and exercise in respect thereof all the rights, powers, and privileges of ownership, including all voting powers of any stocks so owned.
7. To establish and carry out pension, profit-sharing, share-bonus, share-purchase, incentive, and benefit plans, trusts, and provisions for the directors, officers, and employees of the Corporation.
8. To restrict the manner in which, and the persons to whom, its capital stock shall be issued or transferred, and to enact bylaws to put these restrictions into effect.
9. To do everything necessary, proper, advisable, or convenient to accomplish the purposes, attain the objectives, or further the powers that are set forth in these Articles of Incorporation and that are incidental to, pertaining to, or growing out of its professional business or that arise otherwise, and at all times comply with the provisions of the Professional Service Corporation and Limited Liability Company Act as presently enacted and as may be amended or superseded by any other statute.

Article V

Professional Services. The professional services of the Corporation shall be rendered only through officers, employees, and agents who are duly licensed or otherwise legally authorized to practice Optometry within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by the Corporation, acting through its duly elected officer, and no officer, employee, or agent shall enter in any contract, written or verbal, for professional services with any patient. This provision shall not be applicable to the extent it conflicts with the law or the professional rules of optometry.

Article VI

Capital Stock. This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

- 1. Restrictions on issuance and transfer:** No share of stock of this Corporation shall be issued or transferred to any person who is not an Optometrist, duly licensed to practice Optometry in the State of Florida.

Article VII

By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article VIII

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 8037 Sandberry Blvd., Orlando, FL 32819, and the name of the initial registered agent of this Corporation at that address is Jimmy Nguyen, O.D.

Article IX

Initial Board of Directors. This Corporation shall have one (1) Director initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The name and address of the initial Director of this Corporation is:

**Jimmy Nguyen, O.D.
8037 Sandberry Blvd.
Orlando, FL 32819**

Article X

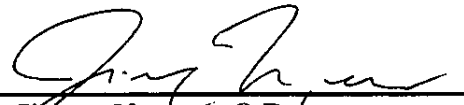
Election under Professional Corporation Act. The Corporation elects to be governed by the provisions of the Professional Service Corporation and Limited Liability Company Act.

Article XI

Incorporator. The name and address of the person signing these Articles is JIMMY NGUYEN, O.D., 8037 Sandberry Blvd., Orlando, FL 32819.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 13 day of ~~October~~, 2009.

November


Jimmy Nguyen, O.D.
Incorporator

OPC 4478
License number of Incorporator

STATE OF FLORIDA)

COUNTY OF ORANGE)

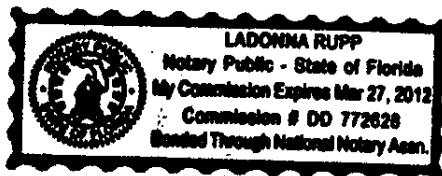
The foregoing instrument was acknowledged before me this 13 day of ~~October~~, *November* 2009, by JIMMY NGUYEN, O.D., who is personally known to me, and who says that he is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained herein are true and correct.

DATED this 13 day of ~~October~~, *November* 2009.

FLORIDA DRIVER'S License for ID.


Notary Public
My Commission Expires *March 27, 2012*

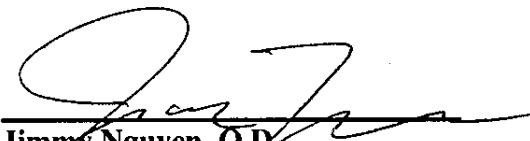
(SEAL)



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Jimmy Nguyen, O.D., P.A., which is contained in the foregoing Articles of Incorporation.

DATED this 13 day of ~~October~~, *November* 2009


Jimmy Nguyen, O.D.
Registered Agent

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE