

JUN 21 2002 10:19 AM KRAMER, GREEN, ZUCKERMAN & KAHN, P.A. P.01/04
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Florida Department of State
Division of Corporations
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Account Number : 073707002173
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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BASIC AMENDMENT

EYE CARE OF BROWARD, INC.

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DIVISION OF CORPORATIONS

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KRAMER, GREEN, et al

P.03/04

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EYE SURGERY ASSOCIATES, P.A.

2740 Hollywood Boulevard
Hollywood, FL 33020

May 20, 2002

Secretary of State of Florida
Division of Corporations

Dear Sir/Madam:

Please be advised that Eye Surgery Associates, P.A., Employer Identification Number (EIN) 59-1147839, hereby consents to Eye Care of Broward, Inc. changing its name to Eye Surgery Associates, Inc.

Thank you very much.

Sincerely,

EYE SURGERY ASSOCIATES, P.A.

By: 
SAMUEL M. WINN, President

RMK/drb

K:\Bob\EyeSurg\Sec-SOF.1

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EYE CARE OF BROWARD, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of EYE CARE OF BROWARD, INC. a Florida corporation (the "Corporation"), is hereby amended as shown below:

1. Article I - Name of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

"ARTICLE I - NAME

The name of this corporation shall be Eye Surgery Associates, Inc.

The foregoing amendment was adopted by the Board of Directors and the Shareholders unanimously on May 20th, 2002.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment on this 20th day of May, 2002.

EYE CARE OF BROWARD, INC.

By 
Lee R. Duffner, President

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ACTION BY WRITTEN CONSENT OF SHAREHOLDERS AND DIRECTORS

THE UNDERSIGNED, being all of the Shareholders and Directors of EYE CARE OF BROWARD, INC., a Florida corporation, do hereby take and adopt the following action in writing, without meeting:

1. Amendment to Articles of Incorporation. Article I of the Articles of Incorporation for the corporation is hereby amended to read as follows:

a. "Article I - Name of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

"ARTICLE I - NAME

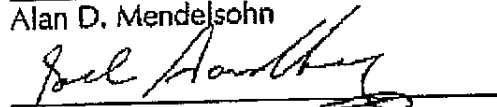
The name of this corporation shall be Eye Surgery Associates, Inc. "

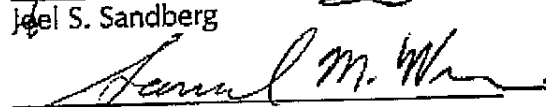
Directors and Shareholders:

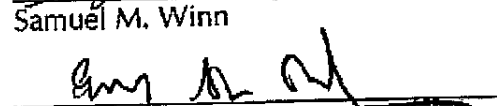

Lee R. Duffner


Arthur M. Fishman


Alan D. Mendelsohn


Joel S. Sandberg


Samuel M. Winn


Mark S. Dorfman

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