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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: OPHALMOLOGY ASSOCIATES, P.A.
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To Derek
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Motham
Secretary of State

June 19, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: OPHTHALMOLOGY ASSOCIATES, P.A.
REF: W93000012488

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Corporate Specialist

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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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JUN 20 10 10 AM '95

SECRET

ARTICLES OF INCORPORATION
OF
OPHTHALMOLOGY ASSOCIATES, P.A.

FILED
JUL 20 AM 11:43
CLERK OF DISTRICT COURT
SOUTH FLORIDA
MIAMI

029900006820

ARTICLE I
NAME

The name of this Corporation is OPTHALMOLOGY ASSOCIATES, P.A.

ARTICLE II
PURPOSES

This Corporation is organized for the purpose of delivering professional medical services, specifically in the field of ophthalmology, and related services and transacting any and all lawful business permitted for such a professional service corporation under Chapters 607 and 621 of the Florida Statutes.

ARTICLE III
STOCK

This Corporation is authorized to issue 1000 shares of common stock with a par value of \$.01 per share.

ARTICLE IV
REGISTERED AGENT

The street address of the initial registered office of this Corporation is 3111 Stirling Road, Fort Lauderdale, FL 33312; and the name of the initial registered agent at that address is Richard H. Breit.

ARTICLE V
DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The name and address of the initial director of this Corporation is Mark J. Goldberg, M.D., 4900 W. Oakland Park Boulevard, Suite #205, Lauderdale Lakes, FL 33313.

029900006820

RICHARD H. BREIT, ESQ.
FLORIDA BAR NO. 23436
3111 STIRLING ROAD
FORT LAUDERDALE, FL 33312
305-945-4111

**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator of this Corporation is Marc J. Goldberg, M.D., 4900 W. Oakland Park Boulevard, Suite #205, Lauderdale Lakes, FL 33313.

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**ARTICLE VII
ADDRESS**

The principal office and mailing address of the corporation is 4900 W. Oakland Park Boulevard, Suite #205, Lauderdale Lakes, FL 33313.

**ARTICLE VIII
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

**ARTICLE IX
PERPETUAL EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of June, 1995.

Marc J. Goldberg M.D.

Marc J. Goldberg, M.D., Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.

Richard H. Breit

Richard H. Breit, Esquire

FILED
JUN 20 1995
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

H95000006820

RICHARD H. BREIT, ESQ.
FLORIDA BAR NO. 28346
5111 STERLING ROAD
FORT LAUDERDALE, FL 33312
303-985-4111