

1201 HAYS STREET
TALLAHASSEE, FL 32301
904 22 9171
904 22 9171 FAX

800-342-8086



PE50006327

ACCOUNT NO. : 072100000032

REFERENCE : 669017 140764A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : 9 78.75

ORDER DATE : August 25, 1995

ORDER TIME : 8:46 AM

ORDER NO. : 669017

300001569718

CUSTOMER NO: 140764A

CUSTOMER: Linda Bittner, Legal Asst
AMERICAN OPHTHALMIC, INC.

Suite 600
250 South Park Avenue
Winter Park, FL 32789

95 AUG 25 11:11 AM '95
RECEIVED
TALLAHASSEE, FL 32301

DOMESTIC FILING

NAME: AOI NETWORK OF FLORIDA, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

T. BROWN AUG 28 1995

FILED
95 AUG 25 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signatures and initials

Handwritten number 422



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

August 25, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: AOI NETWORK OF FLORIDA, INC.
Ref. Number: W95000017173

We have received your document for AOI NETWORK OF FLORIDA, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name and capacity of the person signing as incorporator on behalf of AMERICAN OPHTHALMIC, INC. must be stated beneath the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 895A00039752

Articles of Incorporation
of
AOI NETWORK OF FLORIDA, Inc.

FILED
95 AUG 25 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Duration

The name of the Corporation is AOI Network of Florida, Inc. The duration of the Corporation is perpetual.

ARTICLE II

Principal Office

The address of the principal office of the Corporation is 250 South Park Avenue, Suite 600, Winter Park, Florida 32789.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 2300 Sun Bank Center, in the City of Orlando, County of Orange. The name of the registered agent at such address is A.G.C. Co.

ARTICLE IV

Capital Stock

1. The total number of shares of capital stock which the Corporation has the authority to issue is 100,000 shares of Common Stock ("Common Stock") \$0.01 par value per share.

ARTICLE V

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
American Ophthalmic, Inc.	250 South Park Avenue, Suite 600 Winter Park, Florida 32789

ARTICLE VI

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The names and mailing addresses of the persons who shall serve as directors of the Corporation until the first annual meeting of the shareholders are as follows:

<u>Name</u>	<u>Address</u>
Thomas R. Whatley, Jr.	250 South Park Avenue, Suite 600 Winter Park, Fl 32789
Mitchell G. Billing	250 South Park Avenue, Suite 600 Winter Park, Fl 32789
Donna Alexander	250 South Park Avenue, Suite 600 Winter Park, Fl 32789
G. Brock Magruder, Sr., M.D.	250 South Park Avenue, Suite 600 Winter Park, Fl 32789

ARTICLE VII

Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Winter Park, Orange County, Florida, this 7
day of August, 1995.

American Ophthalmic, Inc.

By: Donna Alexander

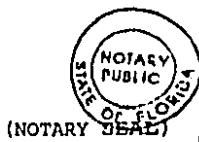
Donna Alexander, Vice President

STATE OF FLORIDA)

) SS.

COUNTY OF Orange)

The foregoing instrument was acknowledged before me this 4th day of August, 1995, by Donna Alexander. She is personally known to me or has produced as identification and did take an oath.



MICHELLE SUE MATHEY
My Comm Exp. 7/09/96
Bonded By Service Ins
No. CC213844
☒ Personally Known ☐ Other I.D.

Michelle S. Mathey
(Notary Signature)

Michelle S Mathey
(Notary Name Printed)

NOTARY PUBLIC
Commission No. CC213844

REGISTERED AGENT CERTIFICATE

FILED
95 AUG 25 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

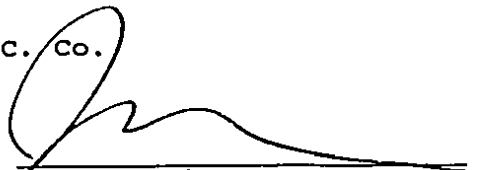
That AIO Network of Florida, Inc. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Orlando, County of Orange, State of Florida, has named A.G.C. Co., located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further states that it is familiar with §607.0501, Florida Statutes.

A.G.C. Co.

By:


Vice President

DATED: August 7, 1995

1201 BAY STREET
TALLAHASSEE, FL 32301
904-242-1900

800-342-8086

P95000066327



ACCOUNT NO. : 072100000012
REFERENCE : 703770 140764A
AUTHORIZATION : *Patricia P. Pugh*
COST LIMIT : \$ 43.75

ORDER DATE : October 6, 1995

ORDER TIME : 12:26 PM

ORDER NO. : 703770

200001603242

CUSTOMER NO: 140764A

CUSTOMER: Linda Bittner, Legal Asst.
American Ophthalmic, Inc.
Suite 600
250 South Park Avenue
Winter Park, FL 32789

DOMESTIC AMENDMENT FILING

NAME: ADI NETWORK OF FLORIDA, INC.

FILED
95 OCT -6 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING REFLECTING NAME CHANGE

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: *DC*

10/10/95

*NAME Change
& Amendment*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 6, 1995

CSC NETWORKS
ATTN: KAREN B. ROZAR

SUBJECT: AOI NETWORK OF FLORIDA, INC.
Ref. Number: P95000066327

*Please give the letter
file date*

We have received your document for AOI NETWORK OF FLORIDA, INC. and the authorization to debit your account in the amount of \$43.75. However, the document has not been filed and is being returned for the following:

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 995A00045457

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

AOI NETWORK OF FLORIDA, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I

NAME AND DURATION

Will now read:

The name of the Corporation is AOI Network, Inc. The duration of the Corporation is perpetual.

FILED
55 OCT -6 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: October 6, 1995

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

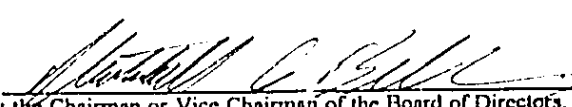
"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____"
voting group

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 4 of October, 1995

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Mitchell G. Billing

Typed or printed name

Director

Title

1201 HAYS STREET
TALLAHASSEE, FL 32301
904 222 0171
904 222 0191 FAX

800-142-8086

P95000066327
CSC networks
PROVIDING
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 071100000001
REFERENCE : 206150 140764A
AUTHORIZATION : *Patricia Pyrite*
COST LIMIT : 5 00.00

ORDER DATE : October 10, 1995

ORDER TIME : 10:51 AM

ORDER NO. : 206150

CUSTOMER NO. : 140764A

CUSTOMER: *Lydia Lott*
Lydia Bittner, Legal Asst
American Ophthalmic, Inc.
Suite 600
350 South Park Avenue
Winter Park, FL 32789

FILED
55 OCT 23 PM 2:07
SECOND JUDICIAL STATE
TALLAHASSEE, FLORIDA

700001617027

CHANGE OF AGENT

DATE

DOC. EXAM

NAME:

AOI NETWORK OF FLORIDA, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: LYDIA LOTT

RA Agent Change
10/23/95
TPC

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State Florida.

1a. The name of the corporation is: AOI NETWORK, INC.

1b. Date of incorporation: 5/25/95 Document number P95000066327

2. The name and address of the current registered agent and office:

A.G.C. CO. 2300 SUN BANK CENTER, ORLANDO, FL

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

CORPORATION SERVICE COMPANY 1201 HAYS STREET, TALAHASSEE, FL 32301

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Connie S. Finley
SIGNATURE

10/5/95
DATE

CONNIE G. FINLEY, Treasurer
Typed or printed name and title

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE BY

Harold B. Rozer, as its agent
(Registered Agent)

DATE

10-17-95 Harold B. Rozer

★
CAPITOL CORPORATE SERVICES, INC.

P95000066327

December 26, 1996

FLORIDA SECRETARY OF STATE
P. O. Box 6327
Tallahassee, FL 32314

Attn: Corporate Filing Dept.

Re: AOI NETWORK, INC.

000002044040--0
-01/03/97--01026--013
*****35.00 *****35.00

Dear Filing Clerk:

Enclosed please find a Statement of Change of Registered Office/Agent, for the above referenced name, which is to be filed in your office. I have enclosed check # 0980 in the amount of \$ 35.00 for the filing fee. After filing please return to me the file-stamped copy in the enclosed self-addressed envelope. If you have any questions please contact me at 800-472-0544.

Thank you,

Delanie Lundgren

Delanie Lundgren

enclosures

SH 1/3
RA Ch.
FILED
97 JAN -2 PM 12:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State Florida.

1a. The name of the corporation is: AOI NETWORK, INC.

1b. Date of incorporation: 8/25/95 Document number P95000066327

2. The name and address of the current registered agent and office:
CORPORATION SERVICE COMPANY

1201 Hays Street, Tallahassee, FL 32301-2525

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

NRAI Services, Inc.

526 East Park Avenue, Tallahassee, Florida 32301

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Richard J. D'Amico
SIGNATURE
December 17, 1996
DATE

☒ Richard J. D'Amico, Vice President
Typed or printed name and title

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

NRAI Services, Inc.

SIGNATURE By: *DeLance Lundgren, asst. sec.*
(Registered Agent)

DATE 12-26-96