

3/15/96

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATISTICS  
TALLAHASSEE, FL 32301  
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ELECTRONIC FILING COVER SHEET  
FROM: EYE CENTER OF SOUTH FLORIDA, P.A.  
STATE 200  
MIAMI, FL 33135  
CONTACT: RAY C. BORMONT  
PHONE: (305) 541-3094  
FAX: (305) 541-3770

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EFFECTIVE DATE  
3-11-96

FILED  
96 MAR 18 AM 9:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten signature and date:* 3/18

03 MAR 18 AM 7:50

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ARTICLES OF INCORPORATION  
OF  
HIS CENTERS OF SOUTH FLORIDA, P.A.

FILED  
95 MAR 18 AM 9:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the state of Florida.

ARTICLE I

The name of the corporation shall be HIS CENTERS OF SOUTH FLORIDA, P.A.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 1990 N.E. 163rd Street, Suite 200, North Miami Beach, Florida 33162.

ARTICLE III

This corporation's existence shall be effective on the date of subscription of these Articles, and the corporation shall have perpetual existence.

ARTICLE IV

The general purpose for which this corporation is organized to transact any or all lawful business permitted under the laws of the state of Florida is as a practice of ophthalmology.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

Number of Shares Authorized	Par Value	Class of Stock
10,000	\$ .01	Common

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

Jeffrey M. Marks, Esq.  
Florida Bar No. 155989  
2040 NE 163 ST  
MIAMI, FL 33162  
(305) 940-8652

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**ARTICLE VI**

The street address of the initial registered office of this corporation and its initial registered agent are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Lewis R. Dan, M.D.	1990 N.E. 163rd Street North Miami Beach, FL 33162

**ARTICLE VII**

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The name and address of the director of the corporation, who shall hold office for the first year or until his successors are duly elected and qualified, shall be:

<u>NAME</u>	<u>ADDRESS</u>
Lewis R. Dan, M.D.	1990 N.E. 163rd Street North Miami Beach, FL 33162
Joseph I. Hoffman, M.D.	1990 N.E. 163rd Street North Miami Beach, FL 33162

**ARTICLE VIII**

The name and address of the Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Lewis R. Dan, M.D.	1990 N.E. 163rd Street North Miami Beach, FL 33162

**ARTICLE IX**

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

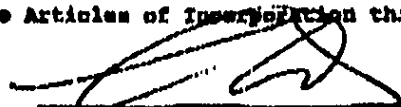
**ARTICLE X**

This corporation, by duly adopted action of the Board of Directors, may indemnify and insure its officers and directors to the extent permitted by law either now existing or hereafter enacted.

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IN WITNESS WHEREOF, the undersigned, being the original incorporator of the above-named corporation, for the purpose of forming a corporation to do business both within and without the state of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this 11th day of March, 1996.

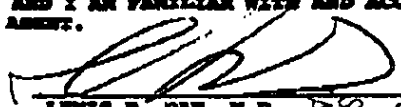
  
LEWIS R. DAN, M.D., Incorporator

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607 7501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida:

1. The name of the corporation is: **MYR CENTERS OF SOUTH FLORIDA, P.A.**
2. The name and address of the registered agent and office is:  
**Lewis R. Dan, M.D., 1990 N.E. 163rd Street, North Miami Beach,  
Florida 33162**

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

  
LEWIS R. DAN, M.D.

FILED  
96 MAR 18 AM 9:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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