

40 41 42 43

1201 HAYS STREET
TALLAHASSEE, FL 32301-2001
904-933-0170
904-933-0100 FAX

09600052676



PRODUCT LINE
TOTAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 994449 6258A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 20, 1996

ORDER TIME : 10:25 AM

ORDER NO. : 994449

CUSTOMER NO: 6258A

CUSTOMER: Ms. Shannon M. Roscini
BOND SCHOENECK & KING, P.A.
Suite 107
1167 Third Street South
Naples, FL 339407098

90000186868
-06/20/96--01049--025
*****70.00 *****70.00

DOMESTIC FILING

NAME: RICHARD A. SILVERMAN, M.D.,
P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

100-114130
 65 JUN 27 AM 11:15
 100-114130

g
6/20/96

FILED
CLERK OF DISTRICT COURT
JAN 26 1996
WEST PALM BEACH, FLORIDA

ARTICLES OF INCORPORATION
OF
RICHARD A. SILVERMAN, M.D., P.A.
(A Professional Corporation)

The undersigned, who is duly licensed to practice medicine in the State of Florida, desiring to form a professional corporation in accordance with Chapter 607 of the Florida statutes and the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is:

RICHARD A. SILVERMAN, M.D., P.A.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purposes. The purposes for which the Corporation is organized is to practice medicine.

Article 4. Principal Office and Mailing Address. The principal place of business of the Corporation is at 1068 Goodlette Road N., Naples, Florida 33940. The mailing address of the Corporation is 2888 Tennis Club Drive, Suite 600, West Palm Beach, Florida 33417.

Article 5. Initial Registered Office and Agent. The initial registered office of the Corporation is at Bond, Schoeneck & King, P.A., 1167 Third Street South, Suite 107, Naples, Florida 33940. The name of the initial registered agent at that address is Dennis P. Cronin, Esq.

Article 6. Authorized Shares. The aggregate number of shares which the Corporation is authorized to issue is 10,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 7. Initial Board of Directors. The initial board of directors shall consist of one member. The name and address of the initial director of the Corporation is:

Richard A. Silverman, M.D.	2888 Tennis Club Drive
	Suite 600
	West Palm Beach, Florida 33417

Article 8. Incorporators. The name and address of the sole Incorporator is:

Richard A. Silverman, M.D.	2888 Tennis Club Drive
	Suite 600
	West Palm Beach, Florida 33417

Article 9. Commencement of Existence. The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Florida Secretary of State.

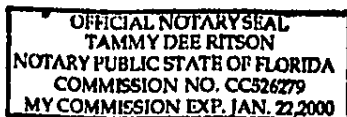
Article 10. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of
Incorporation on this 15 day of June, 1996.

Richard A. Silverman, M.D.
Richard A. Silverman, M.D.

STATE OF FLORIDA :
COUNTY OF PALM BEACH : ss.:

The foregoing instrument was acknowledged before me this 15 day of June, 1996, by
Richard A. Silverman, M.D. who is personally known to me or who has produced his identifica-
tion.



[Signature]
Notary Public

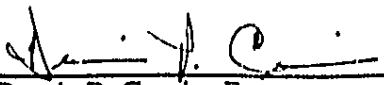
My Commission Expires: Jan 22, 2000

ACCEPTANCE BY REGISTERED AGENT

FILED
JUN 17 1996
CLERK OF SUPERIOR COURT
JULY 10 1996

The undersigned hereby accepts the appointment as Registered Agent of **RICHARD A. SILVERMAN, M.D., P. A.**, which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of such a position.

DATED this 17 day of June, 1996.



Dennis P. Cronin, Esq.
Registered Agent

A LOCAL OFFICE
TO KNOW YOU BETTER,
A NATIONWIDE NETWORK
TO SERVE YOU BETTER.



1201 HAYS STREET
TALLAHASSEE, FL 32301-1607
904-222-1111
904-222-1111 FAX

800-344-8086

P96000052676

ACCOUNT NO. : 072100000032

REFERENCE : 102983 6258A

AUTHORIZATION

Patricia Pizutto

COST LIMIT : \$ 35.00

ORDER DATE : September 30, 1996

ORDER TIME : 10:20 AM

ORDER NO. : 102983

BCDD001358778

CUSTOMER NO: 6258A

CUSTOMER: Ms. Shannon M. Roscini
Bond Schoeneck & King, P.A.
Suite 107
1167 Third Street South
Naples, FL 339407098

DOMESTIC AMENDMENT FILING

NAME: RICHARD A. SILVERMAN, M.D.,
P.A.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

Amended & restated w/ NAME Change 10-3-96 DC

FILED
96 SEP 30 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 SEP 30 AM 11:33
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 30, 1996

CSC NETWORKS
DANIEL W. LEGGETT

SUBJECT: RICHARD A. SILVERMAN, M.D., P.A.
Ref. Number: P96000052676

RESUBMIT

Please give original
submission date as file date.

We have received your document for RICHARD A. SILVERMAN, M.D., P.A. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

THE AMENDED AND RESTATED ARTICLES OF INCORPORATION WERE ADOPTED BY THE BOARD OF DIRECTORS ON SEPTEMBER 25, 1996. SHOULD THIS DATE BE SEPTEMBER 25, 1996?

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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: 896A00044766

RECEIVED
96 OCT -3 AM 11:00
DIVISION OF CORPORATIONS

RESUBMIT

Please give original
submission date as file date.

AMENDMENT AND RESTATEMENT
to the
ARTICLES OF INCORPORATION
of
RICHARD A. SILVERMAN, M.D., P.A.

FILED
SEP 30 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the sole Director, hereby amends and restates the Articles of Incorporation of RICHARD A. SILVERMAN, M.D., P.A., a Florida Corporation (the "Corporation"), filed June 20, 1996, in the office of the Florida Secretary of State, corporation document number P96000052676.

On September 25, 1996, the Board of Directors of the Corporation consented and adopted the amendment and restatement of the Articles of Incorporation. This amendment was voted upon and approved by Richard A. Silverman, M. D., the sole Shareholder of the Corporation, on September 25, 1996. Therefore, the Articles of Incorporation of RICHARD A. SILVERMAN, M.D., P.A., are hereby amended and restated in their entity, as follows:

"The undersigned, who is duly licensed to practice medicine in the State of Florida, desiring to form a professional corporation in accordance with Chapter 607 of the Florida statutes and the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation:

Article 1 - Name.

The name of the Corporation shall be changed to **NAPLES EYE ASSOCIATES, P.A.**

Article 2 - Duration.

The duration of the Corporation is perpetual.

Article 3 - Purposes.

The purposes for which the Corporation is organized is to practice medicine.

Article 4 - Principal Office and Mailing Address.

The principal place of business of the Corporation is 1068 Goodlette Road North, Naples, Florida 34102. The mailing address of the Corporation is 1068 Goodlette Road North, Naples, Florida 34102.

Article 5 - Registered Office and Agent.

The registered office of the Corporation is c/o Bond, Schoeneck & King, P.A., 1167 Third Street South, Suite 107, Naples, Florida 33940. The name of the registered agent at that address is Dennis P. Cronin, Esq.

Article 6 - Authorized Shares.

The aggregate number of shares which the Corporation is authorized to issue is 10,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 7 - Board of Directors.

The board of directors shall consist of two members. The name and address of each director of the Corporation is:

Richard A. Silverman, M.D.	2154 Arbour Walk Circle, #2526 Naples, Florida 34109
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Judith A. Rodnite, M.D.	2154 Arbour Walk Circle, #2526 Naples, Florida 34109
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Article 8 - Incorporator

When the original Articles of Incorporation were filed on June 20, 1996, the name and address of the sole Incorporator was:

Dennis P. Cronin, Esq.	1167 Third Street South Suite 107 Naples, Florida 33940
------------------------	---

Article 9 - Effective.

This Amendment and Restatement to the Corporation's Articles of Incorporation will take effect, and the facts stated herein will be true on the date this Amendment and Restatement is filed with the Florida Secretary of State.

Article 10 - Amendment.

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

In Witness Whereof, the undersigned has signed this Amendment and Restatement of Articles of Incorporation on this 25th day of September, 1996.

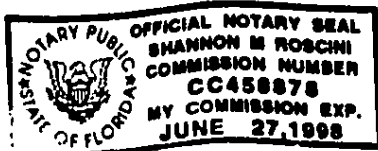
Richard A. Silverman, M.D.
Richard A. Silverman, M.D.
Sole Director and Sole Shareholder
President

STATE OF FLORIDA :
COLLIER COUNTY : ss.:

The foregoing instrument was acknowledged before me this 25th day of September, 1996, by RICHARD A. SILVERMAN, M.D., who is personally known to me and who acknowledged to and before me that she executed the instrument for the purposes therein expressed.

Shannon M. Roscini
Notary Public

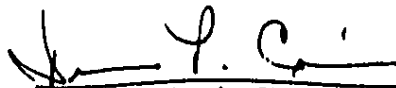
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of NAPLES EYE ASSOCIATES, P.A. , which is contained in the foregoing Amendment and Restatement of Articles of Incorporation. I am familiar with, and accept, the obligations of such a position.

DATED this 25th day of September, 1996.



Dennis P. Cronin, Esq.
Registered Agent