

096000069583



PRESTIGE TRAIL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 057505 4329904

AUTHORIZATION :

COST LIMIT : \$122.50 *By*

RECEIVED
DIVISION OF CORPORATIONS
95 AUG 19 PM 12:53

ORDER DATE : August 19, 1996

ORDER TIME : 10:29 AM

ORDER NO. : 057505

7000001925297

CUSTOMER NO: 4329904

CUSTOMER: Mr. Carl S. Rosen
BROAD AND CASSEL

Suite 300
7777 Glades Road
Boca Raton, FL 33434

DOMESTIC FILING

NAME: LOW VISION ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

634-
W96-17348

RECEIVED
95 AUG 19 PM 12:04
DIVISION OF CORPORATION

of
8/21/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 19 PM 12:55

August 19, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RESUBMIT

Please give original
submission date as file date.

SUBJECT: LOW VISION ASSOCIATES, INC.
Ref. Number: W96000017348

We have received your document for LOW VISION ASSOCIATES, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 496A00039393

RECEIVED
96 AUG 21 PM 12:06
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
LOW VISION ASSOCIATES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 19 PM 12:55

I, Donald Gaché, the undersigned, being of legal age and a natural person, do hereby subscribe to, 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 and initial address of this Corporation shall be: Low Vision Associates, Inc. The address of the principal office of this corporation shall be 6414 Via Rosa, Boca Raton, Fl 33433, and the mailing address of the corporation shall be the same, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE II

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock are as follows:

| <u>NUMBER OF SHARES</u> <u>AUTHORIZED</u> | <u>PAR VALUE</u> <u>PER SHARE</u> | <u>CLASS OF</u> <u>STOCK</u> |
|--|--------------------------------------|---------------------------------|
| 1,000 | \$.01 | Common |

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

ARTICLE IV

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this Corporation is 6414 Via Rosa, Boca Raton, Florida 33433. The initial registered agent at that address is Donald Gaché.

ARTICLE VI

The Corporation shall have one (1) director initially. The name and address of the first director of the Corporation, who shall hold office for the first year or until his successor is duly elected and qualified, is:

| <u>Name</u> | <u>Address</u> |
|--------------|---------------------------------------|
| Donald Gaché | 6414 Via Rosa Boca Raton, FL 33433 |

ARTICLE VII

The name and address of the incorporator is: Donald Gaché, 6414 Via Rosa, Boca Raton, Florida 33433.

ARTICLE VIII

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE IX

The private property of the shareholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE X

This Corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the effective date of the incorporation of this Corporation is this 16th day of August, 1996, and the facts herein stated are true, and that I hereunto set my hand and seal this 16th day of August, 1996.



Donald Gache, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICES OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with the laws of the State of Florida, the following is submitted:

First - That Low Vision Associates, Inc., desiring to organize under the laws of the State of Florida, has designated 6414 Via Rosa, Boca Raton, Florida 33433 as the place of business for the service of process within this state.

Second -- That the above corporation has named Donald Gaché as its statutory registered agent.

Having been named the statutory agent of the above Corporation at the place designated in this Certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated this 16th day of August, 1996.



Donald Gaché
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 19 PM 12:55