

P99000043014

E. C. WATKINS, JR.
ATTORNEY AT LAW

802 EAST BAKER STREET
PLANT CITY, FLORIDA 33566
(813) 752-6589

PERSONAL INJURY
GENERAL PRACTICE
APPELLATE PRACTICE

September 13, 1999

Honorable Katherine Harris
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

800002986998-1111
-09/14/99-01058-010
*****78.75 *****78.75

Re: Amended Articles Sunshine State Laser Centers, Inc.

Dear Sir or Ms.:

Enclosed are the amended Articles of Incorporation of the above referenced corporation, along with an exact copy of same.

Also enclosed is a check for \$78.75 for the following:

- (1) Filing Amended Articles - \$35.00.
- (2) Certified copy of Articles - \$8.75.
- (3) Changing Registered Agent Designation - \$35.00.

Please return the copy to me at the above address. Thank you for your prompt service.

Sincerely,



E. C. Watkins, Jr.

ECW:pc
Enclosures

NC Amend
11-16-99
DWS

FILED
99 SEP 19 AM 9:07
TALLAHASSEE, FLORIDA

E. C. WATKINS, JR.
ATTORNEY AT LAW

802 EAST BAKER STREET
PLANT CITY, FLORIDA 33566
(813) 752-6589

PERSONAL INJURY
GENERAL PRACTICE
APPELLATE PRACTICE

November 4, 1999

Honorable Katherine Harris
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

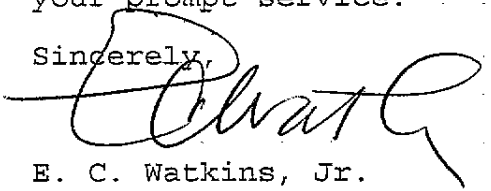
Re: Amended Articles Sunshine State Laser Centers, Inc.

Dear Sir or Ms.:

Enclosed are the amended Articles of Incorporation of the above referenced corporation, along with an exact copy of same, and a copy of your last communication with my office. I believe the document complies with the letter.

Please return the copy to me at the above address. Thank you for your prompt service.

Sincerely,



E. C. Watkins, Jr.

ECW:pc
Enclosures

DEPT. OF STATE
TALLAHASSEE, FLORIDA

99 SEP 19 AM 9:07

FILED

DIVISION OF CORPORATIONS

99 NOV -8 PM 3:20

RECEIVED

E. C. WATKINS, JR.
ATTORNEY AT LAW

802 EAST BAKER STREET
PLANT CITY, FLORIDA 33566
(813) 752-6589

PERSONAL INJURY
GENERAL PRACTICE
APPELLATE PRACTICE

November 12, 1999

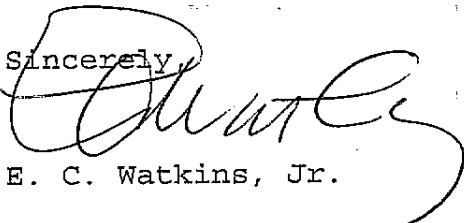
Honorable Katherine Harris
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Amended Articles Sunshine State Laser Centers, Inc.

Dear Sir or Ms.:

Enclosed are the amended Articles of Incorporation of the above referenced corporation, along with an exact copy of same, as requested by your letter of November 8, 1999, which is attached. If this meets your approval, please file and return a copy. Thank you.

Sincerely,


E. C. Watkins, Jr.

ECW:pc
Enclosures

OFFICE OF THE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 SEP 19 AM 9:07

FILED

RECEIVED
99 NOV 15 AM 9:53
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED

99 SEP 19 AM 9:07

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

September 23, 1999

E.C. WATKINS, JR.
802 EAST BAKER STREET
PLANT CITY, FL 33566

SUBJECT: SUNSHINE LASER CENTERS INC.
Ref. Number: P99000043014

We have received your document for SUNSHINE LASER CENTERS INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

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

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

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 (850) 487-6957.

Doug Spitler

Document Specialist

Letter Number: 399A00046686



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED

99 SEP 19 AM 9:07

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

November 8, 1999

E.C. WATKINS, JR.
802 EAST BAKER STREET
PLANT CITY, FL 33566

SUBJECT: SUNSHINE LASER CENTERS INC.
Ref. Number: P99000043014

We have received your document for SUNSHINE LASER CENTERS INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

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

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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 (850) 487-6957.

Doug Spitler
Document Specialist

Letter Number: 499A00053991

FILED

99 SEP 19 AM 9:07

AMENDED ARTICLES OF INCORPORATION

OF

REPUBLIC OF STATE
TALLAHASSEE, FLORIDA

SUNSHINE LASER CENTERS, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following articles of incorporation.

ARTICLE ONE

NAME

The name of the corporation is SUNSHINE LASER CENTERS, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation shall be perpetual.

ARTICLE THREE

PURPOSE

The purpose for which the corporation is organized is to engage in the delivery of laser related ophthalmic, and other medical, services, and to engage in any other business activity for profit; the corporation may, however, transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1,000,000 all of which shall be common shares of par value of \$1.00 per share.

ARTICLE FIVE

PRINCIPAL OFFICE

REGISTERED OFFICE

The street address of the principal office and the registered office of the corporation is 128 South Moon Avenue, Brandon, FL 33511, and the name of the registered agent at that address is John M. Kilgore, M.D..

ARTICLE SIX

BOARD OF DIRECTORS

The Board of Directors of the corporation shall consist of not less than one nor more than seven members. The names and addresses of the Board of Directors are:

(1) John M. Kilgore, M.D. - 128 South Moon Avenue, Brandon, FL 33511.

ARTICLE SEVEN

COMMENCEMENT OF EXISTENCE

This corporation shall be deemed to commence existence on the sixth day of May, 1999, or as otherwise required under the Florida Business Corporation Act.

ARTICLE EIGHT

AMENDMENT

These Articles are hereby amended as set out herein and all amendments have been unanimously approved by all shareholders and the Board of Directors of Sunshine Laser Centers, Inc., on September 10, 1999, the Chairman's name being affixed below.

IN WITNESS WHEREOF, I have subscribed my name this
10th day of September, 1999.

John M. Kilgore, M.D., Chairman
John M. Kilgore, M.D., Chairman

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 10th
day of September, 1999, by John M. Kilgore, M.D., who is personally
known to me or who has produced _____ as
identification and who did/did not take an oath. He stated that he
executed the same freely and voluntarily for the purposes expressed
herein.

Edgar Calvin Watkins Jr.
NOTARY PUBLIC



Edgar Calvin Watkins Jr
My Commission CC836636
Expires May 13, 2003

CONSENT OF SUCCESSOR REGISTERED AGENT

HAVING BEEN NAMED as successor registered agent for this
corporation at the office designated in the foregoing Articles of
Incorporation, the undersigned accepts the designation.

Date: 9-10-99

John M. Kilgore, M.D., registered agent
JOHN M. KILGORE, M.D., Registered Agent