

# PP9000082615

Requestor's Name  
 \_\_\_\_\_  
*Jason Scott Rudolph, P.A.*  
*The Courthouse Plaza*  
*28 West Flagler Street, Suite 800*  
 \_\_\_\_\_  
*Miami, Florida 33130*

800002884998--3  
 -09/13/99--01073--015  
 \*\*\*\*131.25 \*\*\*\*\*87.50

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- Walk in       Pick up time \_\_\_\_\_       Certified Copy  
 Mail out       Will wait       Photocopy       Certificate of Status

| NEW FILINGS              |                   |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit            |
| <input type="checkbox"/> | NonProfit         |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication     |
| <input type="checkbox"/> | Other             |

| AMENDMENTS               |  |
|--------------------------|--|
| <input type="checkbox"/> | Amendment                              |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent             |
| <input type="checkbox"/> | Dissolution/Withdrawal                 |
| <input type="checkbox"/> | Merger                                 |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

**EFFECTIVE DATE**  
9-15-99

FILED  
 99 SEP 13 AM 10:18  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

T BROWN SEP 20 1999

|                     |             |
|---------------------|-------------|
| Examiner's Initials | SEP 20 1999 |
|---------------------|-------------|

EFFECTIVE DATE

9-15-99

ARTICLES OF INCORPORATION OF  
PEDRO IVONNET, O.D., P.A.

FILED  
99 SEP 13 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, subscribers to these Articles of Incorporation, natural persons competent to contract, hereby present these Articles for the formation of a corporation under the provisions of Chapter 621, Florida Statutes, also known as The Professional Service Corporation Act, and other laws of the State of Florida.

ARTICLE I  
NAME

The name of this corporation is

PEDRO IVONNET, O.D., P.A..

ARTICLE II  
NATURE OF BUSINESS

The General nature of the business to be transacted by this corporation is the practice of optometry.

To engage in every phase and aspect of the business of rendering the same professional services to the public that a doctor duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice medicine therein.

To invest the funds of this Corporation in real estate, mortgages, stocks bonds or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association

**ARTICLES OF INCORPORATION OF  
PEDRO IVONNET, O.D., P.A.**

with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or object of this Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law.

ARTICLE III  
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, having a par value of \$1.00 per share. None of the shares of this Corporation may be issued to anyone other than an individual duly licensed to practice law in the State of Florida.

ARTICLE IV  
INITIAL CAPITAL

The amount of capital with which this Corporation shall commence business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE V  
TERM OF EXISTENCE

This Corporation is to exist perpetually, effective as of September 15, 1999, unless sooner dissolved according to law.

ARTICLE VI  
ADDRESS

The initial post office address of the principle office of this Corporation in the State of Florida is **1455 N.W. 107th Avenue, Suite 654, Miami, Florida 33172**. The Board of Directors may, from time to time, move the principle office to any other address in Florida.

**ARTICLES OF INCORPORATION OF  
PEDRO IVONNET, O.D., P.A.**

**ARTICLE VII  
DIRECTOR**

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the shareholders, but shall never be less than one (1). If required by the ethics of the profession, Directors shall be required to possess the same professional qualifications as Shareholders are required to possess.

**ARTICLE VIII  
INITIAL DIRECTOR AND REGISTERED AGENT**

The name and address of the member of this first Board of Directors is:

| <b><u>NAME</u></b>  | <b><u>ADDRESS</u></b>                                     |
|---------------------|---|
| Pedro Ivonnet, O.D. | 1455 N.W. 107th Avenue, Suite 654<br>Miami, Florida 33172 |

The name and street address of the initial Registered Agent is:

| <b><u>NAME</u></b>  | <b><u>ADDRESS</u></b>                                     |
|---------------------|---|
| Pedro Ivonnet, O.D. | 1455 N.W. 107th Avenue, Suite 654<br>Miami, Florida 33172 |

**ARTICLE IX  
SUBSCRIBER**

The name and post office address of the subscriber to these Articles of Incorporation is:

| <b><u>NAME</u></b>  | <b><u>ADDRESS</u></b>                                     |
|---------------------|---|
| Pedro Ivonnet, O.D. | 1455 N.W. 107th Avenue, Suite 654<br>Miami, Florida 33172 |

**ARTICLES OF INCORPORATION OF  
PEDRO IVONNET, O.D., P.A.**

**ARTICLE X  
VOTING TRUSTS**

No Shareholder of this Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

**ARTICLE XI  
CUMULATIVE VOTING FOR DIRECTORS**

At all elections of Directors of this Corporation, each Shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of Directors with respect to his shares of stock multiplied by the number of Directors to be elected, and he may cast all such votes for a single Director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

**ARTICLE XII  
CONTRACTS**

No contract or other transaction between this Corporation and any other corporation shall be affected by the fact that any Director of this Corporation is interested in, or is a director or officer of such other corporation, or may be interested in, any contract or transaction of this corporation or in which this Corporation is interested; and no contract, or other transaction of this Corporation with any person, firm, or corporation shall be affected by the fact that any Director of this Corporation is a party in any way connected with such person, firm, or corporation, and every person who may become a Director of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with this Corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

This Corporation shall have the power, at its option, to purchase and acquire any and all of its shares owned and held by any such Shareholder as should desire to sell, transfer, or otherwise dispose of this shares, in accordance with the Bylaws adopted by the Shareholders of this Corporation setting forth the terms and conditions of such purchases; provided, however, the capital of this Corporation is not impaired.

This Corporation shall have the power, at its option, to purchase and acquire the shares owned and held by any Shareholder who dies, in accordance with the Bylaws adopted by the

**ARTICLES OF INCORPORATION OF  
PEDRO IVONNET, O.D., P.A.**

Shareholders of this Corporation setting forth the terms and conditions of such purchases; provided, however, the capital of this Corporation is not impaired.

This Corporation shall have the power to enter into, for the benefit of its employees, one or more of the following:

1. a pension plan;
2. a profit sharing plan, if such plan is not otherwise prohibited by the Code of Ethics of the profession;
3. a stock bonus plan;
4. a thrift and savings plan;
5. a restricted stock option plan; or
6. other retirement or incentive compensation plans.

ARTICLE XIII  
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All right of Shareholders are subject to this reservation.

ARTICLE XIV  
PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

IN WITNESS WHEREOF, we, the subscribers, have executed these Articles of Incorporation this 2<sup>nd</sup> day of September, 1999.

ARTICLES OF INCORPORATION OF  
PEDRO IVONNET, O.D., P.A.

Pedro Ivonnet  
Pedro Ivonnet, President & Director

STATE OF FLORIDA :  
:  
COUNTY OF MIAMI-DADE :

BEFORE ME, the undersigned authorities, personally appeared PEDRO IVONNET, O.D., to me well known and known to me to be the individual described in, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal in Miami-Dade County, Florida, this 2<sup>nd</sup> day of September, 1999.

JASON S RUDOLPH  
Notary public, State of Florida  
My commission expires: \_\_\_\_\_  
JASON S RUDOLPH  
My Commission CC549564  
Expires Apr. 22, 2000



HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

Pedro Ivonnet  
PEDRO IVONNET, O.D.  
Registered Agent

99 SEP 13 AM 10:18  
SECRETARY OF STATE  
ALLAHIAH  
FLORIDA

FILED