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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

C.A. SCOTT, O.D., P.A.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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N. Culligan NOV 12 1999

**ARTICLES OF INCORPORATION
OF
C.A. SCOTT, O.D., P.A.**

ARTICLE I

The name of the corporation is C.A. SCOTT, O.D., P.A.

ARTICLE II

This corporation shall have perpetual existence commencing upon the execution hereof.

ARTICLE III

This corporation is organized for the purpose of performing optometry services and any and all lawful business permitted by the Professional Service Corporation Act as set forth in Chapter 621 of the Florida Statutes plus any and all other applicable statutes of the State of Florida.

ARTICLE IV

The corporation is authorized to issue 7,500 shares of one dollar (\$1.00) par value stock.

ARTICLE V

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 at which it is offered to others.

PREPARED BY:
ROBERT STEWART ZIPPIN, P.A.
ROBERT S. ZIPPIN, ESQ.
FLORIDA BAR #149890
7101 WEST MCNAB ROAD, SUITE 200
TAMARAC, FLORIDA 33321
PHONE 954-720-1776
FAX 954-720-1781

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ARTICLE VI

The street address of the initial principal office of the corporation is Coastland Center, 1938 Tamiami Trail, Naples, FL 34102. The name of the initial registered agent of this corporation is Robert S. Zippin, Esq., 7101 W. McNab Road, #200, Tamarac, FL 33321.

ARTICLE VII

The corporation shall have one director initially. The number of directors may either increase or diminish from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

Christopher A. Scott
Coastland Center
1938 N. Tamiami Trail
Naples, FL 34102

ARTICLE VIII

The name and address of the person signing these Articles of Incorporation is Christopher A. Scott, Coastland Center, 1938 N. Tamiami Trail, Naples, FL 34102.

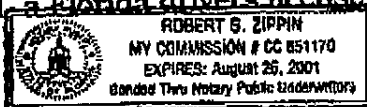
PREPARED BY:
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TAMARAC, FLORIDA 33321
PHONE 954-720-1776
FAX 954-720-1781

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this November 11, 1999.


Christopher A. Scott

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this November 11, 1999 by Christopher A. Scott, who is personally known to me or who has produced a Florida drivers license as identification.

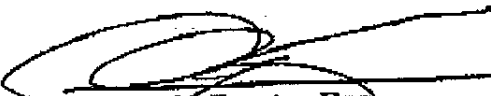



NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:

Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this November 11, 1999.


Robert S. Zippin, Esq.

PREPARED BY:
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