

State of Idaho

Department of State.

CERTIFICATE OF AMENDMENT OF

JON E. HEITZMAN, OPTOMETRIST P.A.

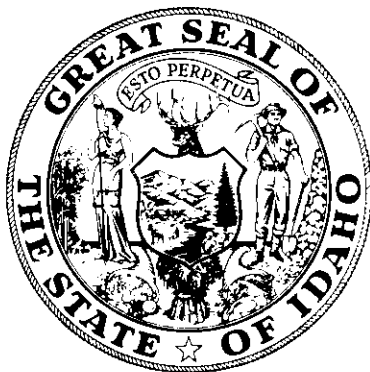
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

JON E. HEITZMAN, OPTOMETRIST P.A.

duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated August 12, 19 38.



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF AMENDMENT

OF

JON E. HEITZMAN, Optometrist P.A.

RECEIVED
SECRETARY OF STATE

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The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Amendment for such corporation:

ARTICLE I

The name of the corporation shall be JON E. HEITZMAN, Optometrist P.A.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are: to carry on the practice of optometry, and all necessary work related thereto, and to transact any or all other lawful business for which the corporation may be incorporated under the Idaho Professional Service Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is five-thousand (5,000) with no par value. There will be no distinction between the shares of the corporation and all such shares shall have the same rights in the corporation. All or any portion of the shares may be issued for cash or in payment for real or personal property, services or any right or thing of value, for the use and purposes of the corpor-

ation, and when so issued shall become and be fully paid the same as though paid for in cash, and the board of directors shall be the sole judges of the value of any property, right or thing acquired in exchange for the shares.

ARTICLE V

There are no provisions denying preemptive rights.

ARTICLE VI

The mailing address of the registered office of the corporation is P. O. Box D, 855 West 6th South, Mountain Home, Idaho 83647, and the name of its registered agent at such address is Jon E. Heitzman, O.D. The physical address of the registered agent is 855 West 6th South, Mountain Home, Idaho 83647.

ARTICLE VII

The number of directors constituting the Board of Directors of the corporation is one (1), and the name and address of the person who is to serve as Director until the next annual meeting of shareholders or until their successors are elected is:

NAME	ADDRESS
Jon E. Heitzman, O.D.	855 West 6th South Mountain Home, Idaho 83647

ARTICLE VIII

The name and address of the incorporator is:

NAME	ADDRESS
Jon E. Heitzman, O.D.	855 West 6th South Mountain Home, Idaho 83647

ARTICLE IX

In addition to other powers authorized by law, the Board of Directors is authorized to make, alter or amend the by-laws of the corporation, to fix the amount of capital stock to be reserved as working capital or treasury stock, over and above its capital stock paid in, and to authorize and cause to be executed, liens or other encumbrances on the real and personal property of the corporation.

ARTICLE X

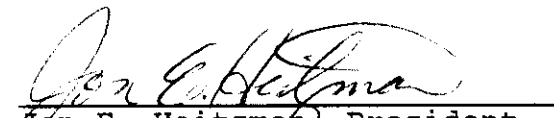
The date of the adoptions of these amended articles is December 28, 1987. All shares were entitled to vote and all five-thousand (5,000) shares voted in favor of the amendments. No shares voted against the amendments.

ARTICLE XI

This amendment restates or amends ARTICLE III, ARTICLE IV, ARTICLE V, ARTICLE VI, ARTICLE VII and ARTICLE VIII of the original ARTICLES OF INCORPORATION, and adds new ARTICLE IX, ARTICLE X and ARTICLE XI.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, the undersigned incorporator has hereunto executed these Articles of Amendment this 12 day of August, 1988.

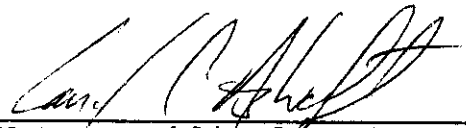

Nancy C. Heitzman, Secretary


Jon E. Heitzman, President

STATE OF IDAHO)
 : ss.
County of Elmore)

On this 12 day of August, 1988, before me, the under-
signed, a Notary Public in and for said State, personally
appeared Jon E. Heitzman, who, being by me first duly sworn,
declared that he is the President of JON E. HEITZMAN, Optometrist
P.A., that he signed the foregoing documents as President of the
corporation, and that the statements therein contained are true.





Notary Public for Idaho
Residing at:
My Commission Expires: