

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

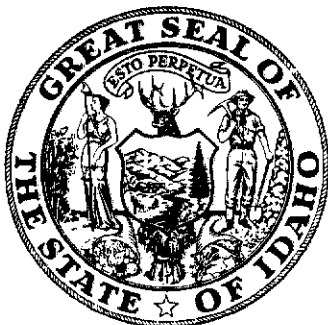
JON E. HEITZMAN, O.D., P.A.

File number C 119513

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: May 15, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sonya Herold*

ARTICLES OF INCORPORATION

97 MAY 15 AM 8:45

SECRETARY OF STATE  
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned incorporator being of the age of eighteen years or more, desiring to organize a corporation under the laws of the State of Idaho, do hereby make, sign and verify these Articles of Incorporation.

ARTICLE I

The name of the corporation is JON E. HEITZMAN, O.D., P.A.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The corporation is organized for the pursuit of providing professional optometrical services and all related purposes necessary and incidental thereto, and for no other purpose.

ARTICLE IV

The corporation is authorized to issue one class of shares, in a total amount of 1,000 shares. The stock shall bear no par value. Shares of stock of this corporation shall not be transferred or sold until said sale shall be approved by the Board of Directors of this corporation, in accordance with the duly adopted By-Laws of this corporation.

The capital stock of this corporation, after the amount of the subscription price or par value has been paid in, shall not be subject to assessment and no paid up stock and no stock issued as fully paid shall be assessed or be assessable.

ARTICLE V

The address of the initial registered office of the corporation is 2051 Trail Creek Circle, Twin Falls, Idaho, 83301.

The name of the initial registered agent at such address is JON HEITZMAN.

ARTICLE VI

The corporation shall have at least one (1) director. The name and address of the person to serve as director until the first annual meeting of shareholders, or until his successors are elected and qualify, is:

JON E. HEITZMAN - 2051 Trail Creek Circle, Twin Falls, Idaho, 83301

IDAHO SECRETARY OF STATE

DATE 05/15/1997

FILE NO 8330192859 2

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ARTICLE VII

The name and address of the incorporator is:

JON E. HEITZMAN - 2051 Trail Creek Cir, Twin Falls, Idaho, 83301

ARTICLE VIII

No private property of the stockholders of the corporation shall be subject to or liable for payment of corporation debts.

ARTICLE IX

By-Laws shall be adopted by the Board of Directors, and when so adopted, may thereafter be repealed, amended or new By-Laws adopted by a two-thirds (2/3) vote of the Directors.

ARTICLE X

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by law, and all rights conferred upon stockholders of this corporation are granted subject to this reservation.

DATED this 13<sup>th</sup> day of May, 1997.

  
JON E. HEITZMAN

STATE OF IDAHO           )  
                                  ss:  
County of Jerome        )

On this 13<sup>th</sup> day of May, 1997, before me, the undersigned, a Notary Public in and for said County and State, personally appeared JON E. HEITZMAN, known to me to be the person whose name is subscribed to the within and foregoing instrument, and who acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, the day and year in this certificate first above written.

  
NOTARY PUBLIC for Idaho

Residing at Jerome, Idaho

Commission Expires: 2/9/99