



F96000000446

Canadian Corporate Office:
5600 Explorer Drive, Suite 301
Mississauga, Ontario L4W 4Y2
Tel: 905-602-2020 Fax: 905-602-2025
November 20, 1997

U.S. Corporate Office:
6701 Democracy Blvd, Suite 200
Bethesda, Maryland 20817
Tel: 301-571-2020 Fax: 301-571-2049

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Application for Amendment to Authorization to Transact Business

Dear Sir or Madam:

Please accept the enclosed Application for Amendment to Authorization to Transact Business in Florida for the foreign corporation: TLC The Laser Center (Northeast) Inc., formerly called 20/20 Laser Centers, Inc., a Maryland business corporation.

Enclosed is a check in the amount of thirty-five dollars (\$35.00) for the filing fee.

If you have any questions, please feel free to contact me at 301-571-2020.

Sincerely yours,

Karen Levy (handwritten signature)

Karen W. Levy
Associate General Counsel
TLC
6701 Democracy Boulevard
Suite 200
Bethesda, MD 20817

900002355008-9
-11/24/97-01014-020
*****35.00 *****35.00

Enclosures

coverltr-amended authority-TLC Northeast-FLA

FILED
97 DEC 15 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change
NF 12-22-97

~~W97000026896~~

~~*789,641,671~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 2, 1997

Karen W. Levy
% THE LASER CENTER, INC.
6701 Democracy Blvd., Suite 200
Bethesda, MD 20817

SUBJECT: 20/20 LASER CENTERS, INC.
Ref. Number: F96000000446

We have received your document for 20/20 LASER CENTERS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 397A00056951

*Please see
attached
~~certified~~ original
certified articles of
amendment.*

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FILED
97 DEC 15 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. 20/20 Laser Centers, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Maryland - on 9/23/93
Incorporated under laws of
3. 1/26/96
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 10-9-97
5. TLC The Laser Center (Northeast) Inc.
Name of corporation after the amendment, adding suffix "corporation" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation. The name cannot contain the word "company" or its abbreviation "Co."
6. If the amendment changes the period of duration, indicate new period of duration.
n/a
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
n/a
New Jurisdiction

Elizabeth A. Karmin
Signature

11-13-97
Date

Elizabeth A. Karmin
Typed or printed name

Senior Vice President
Title

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
20/20 LASER CENTERS, INC.

955a

20/20 Laser Centers, Inc., a Maryland corporation having its principal office in Bethesda, Montgomery County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: The charter of the Corporation is hereby amended by striking out Article Two (the name of the Corporation) and inserting in lieu thereof the following:

"The name of the corporation (hereinafter "Corporation") is:

"TLC The Laser Center (Northeast) Inc."

SECOND: The amendment of the charter of the Corporation as hereinabove set forth effectively changing the name of the Corporation has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

IN WITNESS WHEREOF, 20/20 Laser Centers, Inc. has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary on this 7th day of October, 1997.

ATTEST: 20/20 LASER CENTERS, INC., a Maryland corporation

Elizabeth A. Karmin
Elizabeth A. Karmin, Secretary

By: *Gary F. Jonas* 728
Gary F. Jonas, President

THE UNDERSIGNED, President of 20/20 Laser Centers, Inc., who executed on behalf of said corporation, the foregoing Articles of Amendment, of which the Certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Amendment to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

Gary F. Jonas
Gary F. Jonas, President,
20/20 Laser Centers, Inc.

ID# NO# 03743630
ACKN# NO. - 075C3110687
TLC THE LASER CENTER (NORTHEAST)
INC.

10/09/97 AT 09:55 A.M.

STATE OF MARYLAND
I hereby certify that this is a true and complete copy of the _____
page document on file in this office. DATE: 10-08-97
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
BY: *Adrian Williams* Custodian
This document places our previous certification system. Effective: 6/95