

STATEMENT OF INTENT TO DISSOLVE OF
EYE CARE SYSTEMS, INC.

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

Pursuant to the provisions of Sections 10-2A-181 and 183 of the Code of Alabama, 1975, the undersigned corporation submits the following statement of intent to dissolve the corporation upon written consent of all of its shareholders:

FIRST: The name of the corporation is Eye Care Systems, Inc.

SECOND: The names and respective addresses of its officers are:

James A. Stewart	5308 Meadowbrook Road Birmingham, Alabama 35243
Stephen F. Phillips	950 1st St., South, Suite 202 Winter Haven, Florida 33880
Carl W. Hopper	215 Piedmont Avenue, #1901 Atlanta, Georgia 30308
Dave Fitzgerald	11 Piedmont Center, Suite 910 Atlanta, Georgia 30305

THIRD: The names and respective addresses of its directors are:

James A. Stewart	5308 Meadowbrook Road Birmingham, Alabama 35243
Stephen F. Phillips	950 1st St., South, Suite 202 Winter Haven, Florida 33880
Carl W. Hopper	215 Piedmont Avenue, #1901 Atlanta, Georgia 30308
Dave Fitzgerald	11 Piedmont Center, Suite 910 Atlanta, Georgia 30305

FOURTH: Written consent to the dissolution of the corporation

Green & Piro

has been signed by all of the shareholders of the corporation, or signed in their names by their respective attorneys thereunto duly authorized:

A copy of said written consent is attached hereto as Exhibit "A" and incorporated herein by reference as if fully set forth herein.

Dated: 15TH day of NOVEMBER, 1990.

EYE CARE SYSTEMS, INC.

BY: James A. Stewart
Its President

and: James A. Stewart
Its Secretary

VERIFICATION

STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, a notary public, do hereby certify that on this the 15TH day of NOVEMBER, 1990 personally appeared before me JAMES A. STEWART, D.O. who, being by me first duly sworn, declared that he is the PRESIDENT/SECRETARY of Eye Care Systems, Inc., that he signed the foregoing document as PRESIDENT/SECRETARY of the corporation, and that the statements therein contained are true.

Wally J. Banks
Notary Public

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EXHIBIT "A"
WRITTEN CONSENT TO DISSOLUTION OF
EYE CARE SYSTEMS, INC.

We, the undersigned, constituting all of the shareholders of Eye Care Systems, Inc., hereby give our consent to the dissolution of the aforesaid corporation.

James A. Stewart
James A. Stewart

Stephen F. Phillips
Stephen F. Phillips

Carl W. Hopper
Carl W. Hopper

Dave Fitzgerald
Dave Fitzgerald

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STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED
90 DEC 17 PM 12:30

JUDGE OF PROBATE

STATE OF ALA. SHELBY CO.
INSTRUMENT FILED
RECORDING FEE
INDEXING FEE
NO TAX FEE
CERTIFIED FEE
Total
JUDGE OF PROBATE