

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Spivack Vision Clinic, P.C.		02/01/2008	CORPORATION: COLORADO
RECEIVING PARTY DATA			
Name:	Spivack Vision Clinic, Inc.		
Street Address:	55 Madison Street		
Internal Address:	Suite 255		
City:	Denver		
State/Country:	COLORADO		
Postal Code:	80206		
Entity Type:	CORPORATION: COLORADO		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78393899	SPIVACK VISION CENTER	
CORRESPONDENCE DATA			
Fax Number:	3038302626		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	303-324-6019		
Email:	rdrexler@mclaindrexler.com		
Correspondent Name:	Regina T. Drexler		
Address Line 1:	1625 Broadway		
Address Line 2:	Suite 1420		
Address Line 4:	Denver, COLORADO 80202		
ATTORNEY DOCKET NUMBER:	MADISON STREET/INT PROP		
NAME OF SUBMITTER:	Regina T. Drexler		
Signature:	/Regina T. Drexler/		

OP \$40.00 78393899

Date:

07/26/2012

Total Attachments: 4

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Colorado Secretary of State
 Date and Time: 02/01/2008 08:55 AM
 Id Number: 19871626132
 Document number: 20081068024

Document processing fee
 If document is filed on paper \$125.00
 If document is filed electronically \$ 25.00

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Paper documents must be typewritten or machine printed.

ABOVE SPACE FOR OFFICE USE ONLY

Amended and Restated Articles of Incorporation

filed pursuant to §7-90-301, et seq. and §7-110-107 and §7-90-304.5 of the Colorado Revised Statutes (C.R.S.)

ID number: 19871626132

1. Entity name: SPIVACK VISION CLINIC, P.C.
(If changing the name of the corporation, indicate name BEFORE the name change)

2. New Entity name: Spivack Vision Clinic, Inc.
 (if applicable)

3. Use of Restricted Words *(if any of these terms are contained in an entity name, true name of an entity, trade name or trademark stated in this document, mark the applicable box):*

"bank" or "trust" or any derivative thereof
 "credit union" "savings and loan"
 "insurance", "casualty", "mutual", or "surety"

4. If the corporation's period of duration as amended is less than perpetual, state the date on which the period of duration expires: _____
(mm/dd/yyyy)

OR

If the corporation's period of duration as amended is perpetual, mark this box:

5. The amended and restated constituent filed document is attached.

6. If the amendment provides for an exchange, reclassification or cancellation of issued shares, the attachment states the provisions for implementing the amendment.

7. (Optional) Delayed effective date: _____
(mm/dd/yyyy)

Notice:

Causing this document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the secretary of state, whether or not such individual is named in the document as one who has caused it to be delivered.

8. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Spivack Lawrence D. M.D.
(Last) *(First)* *(Middle)* *(Suffix)*

6881 South Yosemite Street
(Street name and number or Post Office Box information)

Centennial CO 80111
(City) *(State)* *(Postal/Zip Code)*

United States
(Province – if applicable) *(Country – if not US)*

(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box and include an attachment stating the name and address of such individuals.)

Disclaimer:

This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.

**FIRST AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

SPIVACK VISION CLINIC, INC.

**ARTICLE I
NAME**

The name of the Corporation shall be Spivack Vision Clinic, Inc.

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSES AND POWERS**

The Corporation shall be organized for the purpose of operating a Colorado provider network and group practice under Part 3, Article 18 of title 6, C.R.S. to permit persons licensed by the Colorado Board of Medicine or the Colorado Board of Optometry (collectively, the "Boards") to practice medicine or optometry, depending on their licensure, in the State of Colorado in accordance with all rules for professional conduct promulgated by their respective Boards. The Corporation shall at all times comply with the standards of professional conduct promulgated by the Boards. The Corporation's status as a Colorado provider network shall not exempt any Corporation licensed or certificated from any licensure or regulatory statute, nor shall any scope of practice of any such provider be expanded, reduced, or otherwise modified by virtue of membership in or affiliation with the Corporation.

The Corporation shall exercise the powers and privileges conferred upon corporations by the laws of Colorado on in furtherance of and subject to its corporate purpose as stated in the preceding paragraph. The Corporation shall not practice medicine or optometry. The Corporation shall take no action that would violate Colorado's corporate practice of medicine or optometry doctrine.

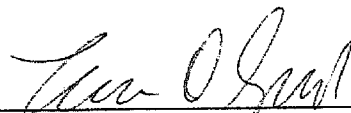
**ARTICLE IV
CAPITAL STOCK AND SHAREHOLDERS**

The authorized capital stock of the Corporation shall consist of 10,000 shares of common stock without par value. The shares of capital stock may be issued and sold from time to time by the Corporation for such consideration and upon such terms as may be fixed by the Board of Directors without action of the shareholders.

employee of the Corporation or because he or she is or was serving another entity or employee benefit plan as a director, officer, partner, trustee, employee, fiduciary, or agent at the Corporation's request. The Corporation shall further have the authority to the maximum extent permitted by law to purchase and maintain insurance providing such indemnification.

B. Limitation on Director's Liability. No director of the Corporation shall have any personal liability for monetary damages to the Corporation or its shareholders for breach of his or her fiduciary duty as a director, except that this provision shall not eliminate or limit the personal liability of a director to the Corporation or its shareholders for monetary damages for: (i) any breach of the director's duty of loyalty to the Corporation or its shareholders; (ii) acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law; (iii) voting for or assenting to a distribution in violation of Colorado Revised Statutes § 7-106-401 or the Articles of Incorporation if it is established that the director did not perform his or her duties in compliance with Colorado Revised Statutes § 7-108-401, provided that the personal liability of a director in this circumstance shall be limited to the amount of the distribution that exceeds what could have been distributed without violation of Colorado Revised Statutes § 7-106-401 or the Articles of Incorporation; or (iv) any transaction from which the director directly or indirectly derives an improper personal benefit. Nothing contained herein will be construed to deprive any director of his or her right to all defenses ordinarily available to a director nor will anything herein be construed to deprive any director of any right he or she may have for contribution from any other director or other person.

IN WITNESS WHEREOF, I, the undersigned, execute these First Amended and Restated Articles of Incorporation aforesaid and declare that the statements therein contained are true and accordingly hereunto set my hand and seal this 30 day of January, 2008.



Lawrence D Spivack, M.D., President