

JOSEPH R. FISHER

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April 15 1997

State of Florida
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-04/16/97--01045--001
*****70.00 *****70.00

Gentlemen:

Enclosed, please find, the original and one duplicate of the Certificate and Articles of Incorporation for Your Eyes, Inc.

Also enclosed, is a check or money order in the amount of \$70.00 from Your Eyes, Inc. to cover your processing fees.

When these documents have been processed, please forward them directly to my office at 2300 East Ocean Boulevard, Stuart, Florida 34996.

Thank you for your cooperation in this matter.

Respectfully,

Joseph R. Fisher
Joseph R. Fisher

encl:

APR 16 11:11

BSB

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 APR 16 PM 3:44

FILED

ARTICLES OF INCORPORATION
OF
YOUR EYES, INC.

FILED
97 APR 16 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person(s) competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of this corporation shall be Your Eyes, Inc. and the address of this corporation is 2635 S.W. Cactus Circle, Port St. Lucie, Florida 34953.

ARTICLE II.

DURATION

This corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

This corporation is organized to transact any lawful business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV.

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock, with no par or stated value. The consideration to be paid for each share shall be payable in money, property, or services, at a just valuation to be fixed by the Board of Directors.

ARTICLE V.

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI.

CAPITALIZATION

Shares of capital stock of this corporation shall be issued initially to the following person(s) and in the amount set opposite their name:

Steven J. Dermott	500 Shares
John J. Gillen	500 Shares

ARTICLE VII.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2300 E. Ocean Boulevard, Stuart, Florida 34996 and the name of the initial registered agent of this corporation at that address is Joseph R. Fisher.

ARTICLE VIII.

INITIAL BOARD OF DIRECTORS

This corporation shall have two Director(s) initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial officer(s) of this corporation are:

Steven J. Dermott
2635 S.W. cactus Circle
Port St. Lucie, Florida 34953 President

John J. Gillen
Post Office Box 1051
Jensen Beach, Florida 34958-1051 Vice-President

ARTICLE IX.

INCORPORATORS

The name and address of the incorporator(s) signing these Articles of Incorporation are:

Steven J. Dermott	2635 S.W. Cactus Circle Port St. Lucie, Florida 34953
John J. Gillen	Post Office Box 1051 Jensen Beach, Florida 34958-1051

IN WITNESS WHEREOF, the subscribing incorporator(s) hereunto set their hands and seals this 11th day of April, 1997.

WITNESSES:

Richard H. Breda
Frank A. Fiehr
Richard H. Breda
Frank A. Fiehr

Steven J. Dermott
Steven J. Dermott
John J. Gillen
John J. Gillen

STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared Steven J. Dermott and John J. Gillen known to me and known by me to be the subscribing incorporator(s) who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 11th day of April, 1997.

Lynn S. Schaming
Notary Public

My Commission Expires:

Personally Known X
Produced Identification _____
Type of Identification Produced _____



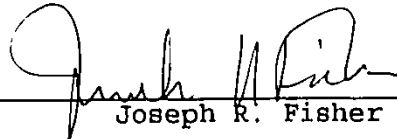
LYNN SIGMAN SCHAMING
MY COMMISSION # CC411285 EXPIRES
October 3, 1998
BONDED THROUGH TROY FAJ INSURANCE, INC.

FILED

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ACCEPTANCE OF REGISTERED AGENT ^{SECRETARY OF STATE}
TALLAHASSEE, FLORIDA

I, having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



Joseph R. Fisher