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OFFICE USE ONLY

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. OPTICA HISPANA, INC. (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

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99 MAR -2 PM 2:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

- Walk in
 Pick up time 2.0
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
"OPTICA HISPANA, INC."**

ARTICLE I - NAME

The name of the corporation is OPTICA HISPANA, INC.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

**This corporation is organized for the purpose of transacting any lawful
business.**

ARTICLE IV - CAPITAL STOCK

**This corporation is authorized to issue 500 shares of TEN CENTS (0.10) par
value common stock.**

ARTICLE V - PREEMTIVE 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 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 - PRINCIPAL OFFICE,
REGISTERED OFFICE AND AGENT**

**The principal office of this corporation is at 9700 Coral Way SuiteA-1 Miami
FL 33165. The name of the registered agent of this corporation is Carlos A.
Medina.**


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ARTICLE XI - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment therof, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF, the undersigned subscriber has axecuted these Articles of Incorporation on this 19th. day of February, 1999.



A handwritten signature in black ink, appearing to be 'C. H.', is written over a horizontal line.

**STATE OF FLORIDA
COUNTY OF DADE**

THE FOREGOING ARTICLES OF INCORPORATION were sworn to and acknowledged before me on this 19th day of February, 1999 BY:

NOTARY PUBLIC

STATE OF FLORIDA

MY COMMISSION EXPIRES:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF
PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

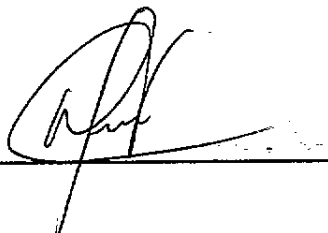
**In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in
compliance with said act:**

**THAT, OPTICA HISPANA, INC. desiring to organize under the laws of the
STATE OF FLORIDA, with its principal offices as indicated in the Article of
Incorporation has named CARLOS A. MEDINA, as its Agent to accept service
of within the State.**

ACKNOWLEDGMENT

**Having been named to accept services of process for the above-named
corporation, at the place designated in this certificate, I hereby accept to act in
the capacity, and agree to comply with the provisions of said Act relative to
keeping open said office.**

BY: _____




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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time, in accordance with the by-law of the corporation, but shall never be less than one (1). The name and address of the initial director of this corporation is:

NAME: Carlos A Medina
ADDRESS: 1082 SW 142th Ct
Miami, FL 33184



ARTICLE VIII - INCORPORATION

The name and address of the person signing these Article Of Incorporation is:

NAME: CARLOS A. MEDINA 1082 SW 142 CT
MIAMI FL 33184

ARTICLE IX - BY - LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the BOARD OF DIRECTORS.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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