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FILED
01 FEB 21 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 992739 5054100

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 35.00

ORDER DATE : February 6, 2001

ORDER TIME : 9:19 AM

ORDER NO. : 992739-010

CUSTOMER NO: 5054100

700003744907--4

CUSTOMER: Ms. Joan Dacey-seib
Shapiro Forman & Allen, LLP
380 Madison Avenue
25th Fl
New York, NY 10017

FOREIGN FILINGS

NAME: WISE/CONTACT US OPTICAL CORP.

XX PROFIT

XX CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

RECEIVED
01 FEB 21 AM 9:50
DIVISION OF CORPORATION

N.C.

G. COULLETTE FEB 21 2001

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)

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1. Wise/ Contact Us Optical Corp.

Name of corporation as it appears on the records of the Department of State.

2. New York

Incorporated under laws of

3. October 9, 2000

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? October 6, 2000

5. Wise Optical Vision Group, Inc.

Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

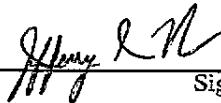
N/A

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

New Jurisdiction



Signature

2/2/01

Date

Jeffrey Rems

Typed or printed name

Chief Operating Officer

Title

State of New York } **ss:**
Department of State

I hereby certify, that a Certificate of Amendment of WISE/CONTACT US OPTICAL CORP. changing name to WISE OPTICAL VISION GROUP, INC., was filed in this department on 10/06/2000.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 16th day of February
two thousand and one.*



Special Deputy Secretary of State

200102200570 51

