

CT CORPORATION SYSTEM

FOI0000004641

CORPORATION(S) NAME

ELOA Corporation

FILED
01 JUL 25 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

300004565629-16
-08/31/01-01030-025
*****78.75 *****78.75

RECEIVED
01 JUL 25 AM 11:37
DIVISION OF CORPORATION

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

7

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

7/25/01

Order#: 4674492

MS

Ref#: _____

CF - 70.00
CERT 8.75

Amount: \$ _____

BK

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 25, 2001

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: ELOA CORPORATION
Ref. Number: W01000017145

RECEIVED
FILED
01 AUG 30 PM 12:50
DIVISION OF CORPORATIONS
01 JUL 25 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for ELOA CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$78.75 payment.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 501A00043315

Hi Buck! Resolution attached, please backdate filing.

Thank you!

: Laura@CT

01-26-2001 09:57

C T CORPORATION

P.03/03

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

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01 JUL 25 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned Gretchen Walsh, do hereby certify
(Name)

that this Resolution of the Board of Directors of ELOA Corporation

(Corporate Name)

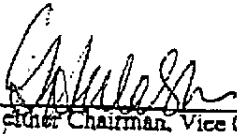
a corporation duly organized and existing under the laws of the State of Delaware,

was duly adopted on August 20, 2001

Be it resolved, that ELOA Corporation
(Corporate Name)

organized and existing in the State of Delaware, hereby adopts the name
Essilor Laboratories of America Corporation for use in Florida.

Dated: 8/20/01


Signature of either Chairman, Vice Chairman or any officer

Gretchen Walsh, Assistant Secretary
Type or print name

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA*

1. ELOA CORPORATION

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE

(State or country under the law of which it is incorporated)

3. 75-2910068

(FEI number, if applicable)

4. 12/8/2000

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. 1/1/2001

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2400 118th Avenue North

St. Petersburg, FL 33716

(Current mailing address)

8. Any and all lawful purposes.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip code)

10. **Registered agent s acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

Barbara A. Burke

(Registered agent s signature)

**BARBARA A. BURKE
SPECIAL ASSISTANT SECRETARY**

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. **Names and addresses of officers and/or directors:** (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Hubert Sagnieres

Address: 13515 N. Stemmons Freeway

Dallas, TX 75234

Director: Chris Paddison

Address: 13515 N. Stemmons Freeway

Dallas, TX 75234

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Chris Paddison

Address: 13515 N. Stemmons Freeway

Dallas, TX 75234

Vice President: Kevin Rupp

Address: 13515 N. Stemmons Freeway

Dallas, TX 75234

Secretary: David Milan

Address: 13515 N. Stemmons Freeway

Dallas, TX 75234

Treasurer: Joni Schon

Address: 13515 N. Stemmons Freeway

Dallas, TX 75234

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Gretchen Walsh, Assistant Secretary

(Typed or printed name and capacity of person signing application)

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01 JUL 25 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Addendum

ELOA CORPORATION

12.B. Officers

Gretchen Walsh, Assistant Secretary
2400 118th Avenue North
St. Petersburg, FL 33716

Mark Dendle, Assistant Treasurer
13515 N. Stemmons Freeway
Dallas, TX 75234

Kathy Rismiller, Assistant Treasurer
2400 118th Avenue North
St. Petersburg, FL 33716

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ELOA CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF JULY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
JUL 25 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3327264 8300

AUTHENTICATION: 1254085

010351181

DATE: 07-20-01