

LeSta F96000002677 LIMITED EDITIONS

ATLANTIC OPTICAL COMPANY, INC.

20801 NORDHOFF STREET
P.O. BOX 3519
CHATSWORTH, CA 91313-3519
FAX: 800-826-9759
FAX: 818-407-1895
PHONE: (818) 407-1890
TOLL FREE: (800) 423-5175

500001778715
-04/12/96--01075--001
*****78.75 *****78.75

April 9, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

300001790969
-04/29/96--01073--001
****400.00 ****400.00
300001846638
-06/03/96--01001--001
***2000.00 ***2000.00

Gentlemen:

Please see attached Application by Foreign Corporation for Authorization to Transact Business in Florida.

Please send acknowledgement to: Charles A. Showers, Chief Financial Officer, c/o Atlantic Optical Co., Inc., 20801 Nordhoff Street, Chatsworth, CA 91311. My daytime phone number is 818/407-1890, ext. 215, during the hours of 8:00 am to 5:00 pm Pacific time.

Thank you,

Charles A. Showers

Charles A. Showers
Atlantic Optical Co., Inc.
dba LBI de Miami

Enclosure

~~1896-8010~~
P.388

H2 5/25

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 29 PM 2:23



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 12, 1996

CHARLES A. SHOWERS
ATLANTIC OPTICAL COMPANY, INC.
PO BOX 3519
CHATSWORTH, CA 91313-3519

SUBJECT: ATLANTIC OPTICAL CO., INC.
Ref. Number: W96000008010

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

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

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.

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2400.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit

containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 296A00017021

Atlantic Optical Company, Inc.

LIMITED EDITIONS®

WORLD HEADQUARTERS

20801 Nordhoff Street, Chatsworth, California 91311, U.S.A.
(818) 407-1890 ♦ (818) 407-1895 Fax ♦ (800) 423-5175 ♦ (800) 826-9759 Fax

April 24, 1996

Mr. Hart Collins
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Ref #W96000008010
Ltr #296A0017021

Dear Mr. Collins:

In response to your letter and our telephone conversation last week, please see attached the corrected Application by Foreign Corporation, along with the Resolution of the Board of Directors adopting the name of LBI de Miami, Inc. Also, enclosed is the check for \$400.00 filing fees.

As you suggested I am sending five (5) years of Atlantic Optical Co., Inc. corporation tax returns. We ask that consideration be made to waiving or reducing the two year penalty. As I stated to you, we only became aware of the filing requirements after we applied for a merchant account with our bank in Miami, who was most considerate in sending to us the application forms.

Please understand that we are not claiming financial hardship, as our tax returns indicate; but we feel that our presence now in the Miami area will be an asset to the State of Florida. We have already filed and paid Florida Corporate Tax, employed four (4) people and have added to the tax base by buying the building our operation occupies. We look forward to a long and prosperous business in Florida, as we have had for more than twenty (20) years in California.

Again, we request you take this into consideration when making a decision to waive or reduce the penalties.

Thank you,

Charles A. Showers

Charles A. Showers
ATLANTIC OPTICAL CO., INC.
dba LBI de Miami, Inc.
Chief Financial Officer

Las Vegas Miami London Italy Hong Kong Korea Taiwan China Malaysia



MEMORANDUM

TO: Marc Dunbar

FROM: Hart Collins

DATE: April 29, 1996

RE: Atlantic Optical Co., Inc. d/b/a LBI de Miami, Inc., a
California corporation

Marc, I am forwarding the file on the above FNQ which is requesting the DOS to waive or reduce the \$2000 in civil penalties due this office for transacting business without authority since 1994. Said corporation has provided the appropriate federal tax returns and \$400 in past annual report fees.

Please contact me if you have any questions regarding this matter.

Thanks, Hart

Now

RECEIVED

APR 29 1996

DEPARTMENT OF STATE
OFFICE OF THE SECRETARY



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

13 May, 1996

Charles A. Showers, Chief Financial Officer
Atlantic Optical Co., Inc.
dba LBI de Miami, Inc.
20801 Nordhoff Street
Chatsworth, California 91311

Re: Request for Penalty Waiver

Dear Mr. Showers:

The purpose of this letter is to advise you that the Department of State cannot waive the penalties imposed as a result of the unauthorized business activities in the State of Florida by Atlantic Optical Company, Inc.

As of the date above, the total amount of penalties owed by this corporation is \$2,000.00. These penalties are pursuant to section 607.1502, Florida Statutes, a copy of which is enclosed for your reference. If litigation is necessary to collect these penalties, the corporation may also be liable for additional fees and costs associated with filing suit.

If you wish to resolve this matter, please direct your payment to my attention at the address below. If I have not received payment within thirty days, I will assume that you are not willing to resolve this matter without litigation and will proceed accordingly. If you have any questions regarding this correspondence, you may contact me at 904/414-5536.

Respectfully,

A handwritten signature in cursive script that reads "Gerard York".

Gerard T. York
Assistant General Counsel

GTY/sd

Enclosure



Department of State
Memorandum Office of the General Counsel

TO: File

FROM: Gerard T. York, Assistant General Counsel

DATE: May 28, 1996

RE: Atlantic Optical Company, Inc.,

Based on a review of the file and the payment provided by this corporation, it is my recommendation that this file be closed and this corporation be qualified to do business. This corporation has paid all outstanding penalties and fees and now wishes to be qualified to do business in this state.

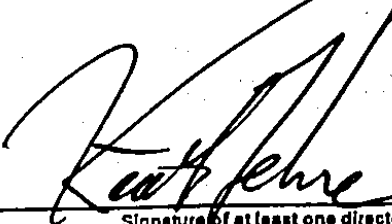
GTY/gty

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned KEITH LEHRER, do hereby certify
that this Resolution of the Board of Directors of ATLANTIC OPTICAL CO., INC.,
a corporation duly organized and existing under the laws of the State of CALIFORNIA,
was duly adopted on APRIL 24, 19 96.

Resolved, that ATLANTIC OPTICAL CO., INC., organized
and existing in the State of CALIFORNIA, hereby adopts the
name LBI de MIAMI, INC. for use in Florida.

Dated: APRIL 24, 1996


Signature of at least one director

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 29 PM 2:24

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:

Atlantic Optical Co., Inc.

1. _____
(Name of corporation: the word "INCORPORATED," "COMPANY," or "CORPORATION" or 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. California
(State or country under the law of which it is incorporated)

3. September 16, 1977 4. Perpetual
(Date of Incorporation) (Duration)

5. 13-2573695
(Federal Employer Identification number, if applicable)

6. August 1, 1994
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 20801 Nordhoff St. Chatsworth, CA. 91311
(Current mailing address)

8. Sales of eyeglass frames & cases from Miami Location
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: Sheldon H. Lehnert
Address: 20801 Nordhoff St.
Chatsworth, CA. 91311

Vice Chairman: Keith M. Lehnert
Address: 20801 Nordhoff St.
Chatsworth, CA. 91311

Director: _____
Address: _____

Director: _____
Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
96 MAY 29 PM 2:24

B. Officers:

President: _____

Address: _____

Vice President: _____

Address: _____

_____Secretary: Chett LehnenAddress: 20801 Nondhoff St
Chatsworth, CA. 91311

Treasurer: _____

Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:Name: Hector RiveraOffice Address: 8555 N.W. 29th St.Miami

Florida

33122

Zip Code

11. 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.

Registered agent's signature: Hector Rivera

12. 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.

13. Kieth Lehnen

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

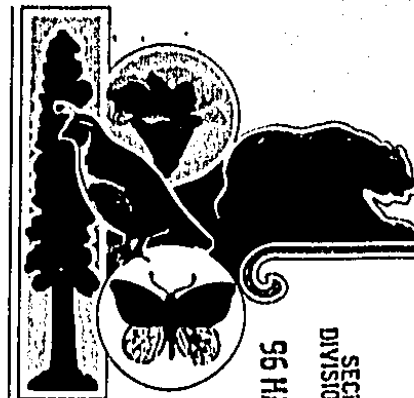
14. Kieth Lehnen - Vice President

(Name and capacity of person signing application)



State of California

SECRETARY OF STATE



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 29 PM 2:24

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 16th day of September, 19 77,

ATLANTIC OPTICAL CO., INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

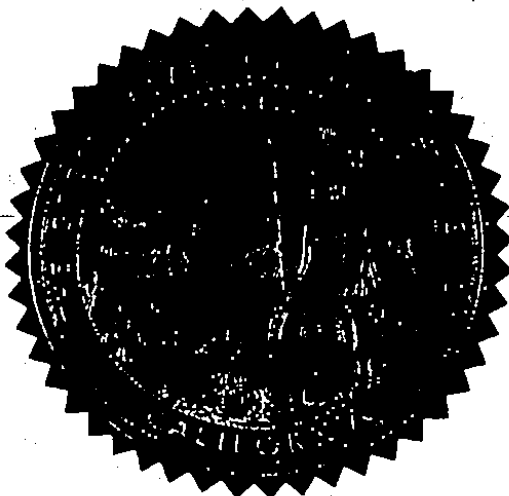
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
2nd day of April, 1996



Bill Jones
BILL JONES
Secretary of State