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LAW OFFICES

NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.

A REGISTERED LIMITED LIABILITY PARTNERSHIP

CARSTEN ALTING (404) 817-6137 INTERNET ADDRESS: CA1@NMRS.COM 999 PEACHTREE STREET, N.E. FIRST UNION PLAZA SUITE 1400

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MUNICH, GERMANY

17. April 2002

Via Mail
Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Helbrecht, LLC - The Eyewear Company

600005370746--3 -04/29/02--01108--009 ****125.00 ****125.00

Madam/Sir:

Please find enclosed the original and one copy of the Articles of Organization for the above entity. Further, we enclose the required fee of \$ 125.

Thank you very much for your attention and efforts.

Sincerely yours,

Carsten Alting Rechtsanwalt

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Helbrecht, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: c/o Nelson Mullins Riley & Scarborough, LLP 999 Peachtree Street, N.E., Atlanta, GA 30309

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Name

1200 South Pine Island Road

Florida street address (P.O. Box NOT acceptable)

Plantation

FL

City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Registered Agent's Signature

DALE W. MORRIS ISSISTANT SECRETARY

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Dr. Christoph Rueckel, Attorney in Fact
Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization \$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)