

LAW OFFICES
L. VAN STILLMAN, ESQ.
7000 W. PALMETTO PARK ROAD
SUITE 206
BOCA RATON, FLORIDA 33433
TELEPHONE 561.780.0343

19600000640

June 11, 1996

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

700001861267
-06/13/96--01019--005
****285.00 ****285.00

RE: EXPERT VISION EXPRESS NO. 2, L.C.

Inclosed is a check in the amount of \$285.00 for the filing of the above referenced limited liability company. Please forward the Certificate and one stamped in copy of the articles of organization to:

L. Van Stillman, ESQ.
7000 W. Palmetto Park Rd.
Suite 206
Boca Raton, Florida 33433

Thank you,


L. Van Stillman, Esq.

- ENC: (1) Articles
(2) Affidavit
(3) Acceptance of Registered Agent

MBK

FILED
96 JUN 12 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/14/96
15

**ARTICLES OF ORGANIZATION
OF
EXPERT VISION EXPRESS NO. 2, L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

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JUN 12 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I -- NAME

The name of the limited liability company shall be **EXPERT VISION EXPRESS NO. 2, L.C.** ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be
Expert Vision Express No. 2, L.C.
5230 Coconut Creek Parkway
Margate, Florida 33063

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall terminate not later than December 31, 2023 unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is:
ROBERTO PETTINATO
5230 Coconut Creek Parkway
Margate, Florida 33063

ARTICLE V -- CAPITAL CONTRIBUTIONS

Initial Capital. The initial capital of this Company shall consist of the sum of cash in the amount of Two Thousand (\$2,000.00) Dollars.

ARTICLE VI--ADDITIONAL CAPTIAL CONTRIBUTIONS

Additional capital contributions to the company, if any, shall be made by the members and at the times as determined by written agreement among the members or in accordance with the Operating Agreement and Regulations adopted and approved by the members, and may be made in

cash or in property.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

The initial members of this Company shall be set forth in these Articles. No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

NAME	ADDRESS
Roberto Pettinanto	20529 Carousel Circle West Boca Raton, Florida 33434
Gianni Pettinato	20529 Carousel Circle West Boca Raton, Florida 33434
Kelli Musa	10770 Maple Chase Drive Boca Raton, Florida 33498

ARTICLE X--PROPERTY

(A) All property originally paid or brought into, or transferred to this Company as contributions to capital by the members, or subsequently acquired by purchase or otherwise on account of the Company shall be the property of this Company.

(B) The title to all property of the Company shall be held in the name of this Company.

(C) The members are hereby authorized to convey and obtain title to all real and personal property of whatever nature by execution on behalf of the Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases, conveyance documents and all other certificates, instruments and documents as are necessary, reasonable or desirable whatsoever. The signature and execution of such documents shall clearly set forth that the execution is on behalf of this Company and that the member signing on its behalf is duly authorized to do so.

(D) The following form of signature shall be used for obtaining or conveying title to any real or personal property:

Expert Vision Express No. 2, L.C., a Florida
Limited Liability Company

By: _____,
_____, as Member

No third party need inquire any further than these Articles of Organization for authorization as to the form of conveyance on documents for title to real or personal property.

ARTICLE XI-AMENDMENTS

These Articles of Organization, except with respect to vested rights of the members, may be amended at any time by vote by a majority in interest of its members and such amendments shall be signed, executed and filed with the Florida Department of State in accordance with the provisions of section 608.411 of the Act.

ARTICLE XII-CONTRACTING DEBTS

No debt shall be contracted nor liability incurred by or on behalf of this Company except by vote of a majority in interest of the members.

ARTICLE XIII-VOTING

All members of the Company shall be entitled to vote on matters relating to the Company and each member's vote shall be determined in proportion to the members' relative capital accounts; however, if the capital account of each member is negative or zero, each member shall have one vote.

ARTICLE IX--INDEMNIFICATION

Each member shall be indemnified by the Company in accordance with Section 608.4363 of the Act.

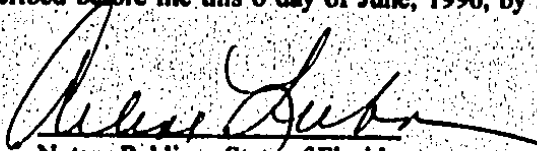
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Boca Raton, Florida, on this 6th day of June, 1996.


Roberto Pettinato, a Member

FILED
96 JUN 12 AM 11:22
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to (or affirmed) and subscribed before me this 6 day of June, 1996, by Roberto Pettinato.


Notary Public -- State of Florida



ARLENE LEIBMANN
My Commission CC488888
Expires Aug. 30, 1999

Print, Type, or Stamp
Commissioned Name of Notary Public

Personally Known OR Produced Identification

Type of Identification Produced License

(SEAL)

STATE OF FLORIDA)
COUNTY OF PALM BEACH) ss

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of **EXPERT VISION EXPRESS NO. 2, L.C.** deposes and says:

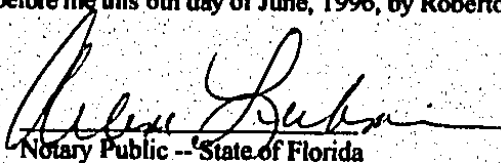
1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the member(s) is \$2,000.00.
3. If any, the agreed value of property other than cash contributed by member(s) is \$ NONE
4. The total amount of cash or property anticipated to be contributed by members(s) is \$2,000.00.
This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated: June 6, 1996


Roberto Pettinato, a Member

Sworn to (or affirmed) and subscribed before me this 6th day of June, 1996, by Roberto Pettinato.


Notary Public -- State of Florida



ARLENE LEIMANN
My Commission CC489838
Expires Aug. 20, 1999

Print, Type or Stamp
Commissioned Name of Notary Public

Personally Known OR Produced Identification

Type of Identification Produced License



ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Expert Vision Express, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

Dated: June 6, 1996


Roberto Petinato,
Registered Agent

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96 JUN 12 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L 96000000646

TO :
DEPARTMENT OF STATE

DATE

NUMBER

00091

STATE OF FLORIDA
OFFICE OF STATE TREASURER
TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	1,328.75	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	1,328.75	OTHER	4

CROSS
REF

DISTRIBUTION
SAMAS CODE

REASON

100001314981
-08/07/96--01008--010
AMOUNT.00 ***300.00

12	45-20-2-130001-45300000-00-000100-00	4	70.00
12	45-20-2-130001-45300000-00-000100-00	2	70.00
12	45-20-2-130001-45300000-00-000100-00	1	78.75
12	45-20-2-130001-45300000-00-000100-00	1	200.00
12	45-20-2-130001-45300000-00-000100-00	4	200.00
12	45-20-2-130001-45300000-00-000100-00	4	200.00
12	45-20-2-130001-45300000-00-000100-00	1	225.00
12	45-20-2-130001-45300000-00-000100-00	1	285.00

GRAND TOTAL:

\$ 1,328.75

7000 91-H # 285.00
300.00

Process Date: 06/26/96

The above named fund(s) has been reduced by the amount of
this check(s) under authority of Section 215.34, F.S.

State Treasurer