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* BOARD CERTIFIED IN REAL ESTATE

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March 1, 2000

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

Re: Visionquest Optical, Inc.

300003157683---5 -03/03/00--01134--014 *****78.75 *****78.75

To Whom It May Concern:

Enclosed are an original and one copy of Articles of Incorporation of Visionquest Optical, Inc., and a check for \$78.75 to cover the filing fee, registered agent designation fee and the certified copy fee. Please send to me a certified copy of the filed Articles of Incorporation.

If you have any questions, please do not hesitate to call me.

Sincerely,

ry S. Schinder

MAR -3 AM 10

BSS:sy Enclosures

ARTICLES OF INCORPORATION

OF

VISIONQUEST OPTICAL, INC.

ARTICLE I.

CORPORATE NAME

The name of this Corporation shall be:

VISIONQUEST OPTICAL, INC.

ARTICLE II.

MAILING ADDRESS AND PRINCIPAL OFFICE

The Corporation's mailing address and principal office is:

2240 N.W. 87th Terrace Pembroke Pines, Florida 33024

ARTICLE III.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of one thousand (1,000) shares of stock.

The shares of stock authorized shall be common stock having a par value of One (1) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

00 MAR -3 AM 10: 23
SECRETARY OF STATE
TALL AHASSEE, FLORID.

ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall

JOSE M. CAMPOS 2240 N.W. 87th Terrace Pembroke Pines, Florida 33024

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

<u>Name</u>

be:

Address

JOSE M. CAMPOS

2240 N.W. 87th Terrace Pembroke Pines, Florida 33024

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Incorporator

Address

JOSE M. CAMPOS

2240 N.W. 87th Terrace Pembroke Pines, Florida 33024

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

Dated: 2-29-00

JOSE M. CAMPOS

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

OSE/M. CAMPOS

00 MAR -3 AM 10: 2 SECRETARY OF STAT