

PO00000041299

April 20, 2000

FEDERAL EXPRESS

Robert L. Haines
408 Alameda Drive
Palm Springs, Florida 33461

Bureau of Corporate Records
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

800003218778--5
-04/21/00--01088--010
122.50 **78.75

RE: **MOBILE EYES OPTICAL SERVICE, INC.**

Dear Sir or Madam:

Enclosed please find an executed original and copy of the Articles of Incorporation, together with the executed Certificate of Designating Place of Business and Naming Resident Agent with respect to the above-referenced corporation.

Also enclosed is my check made payable to the Secretary of State of Florida, in the sum of \$122.50, covering the following:

Filing Fee	\$35.00
Certified Copy	\$52.50
Resident Agent Fee	\$35.00

If you find the same to in order, upon issuance of the Certificate of Incorporation, kindly return a certified copy to the attention of the undersigned in the enclosed self addressed envelope.

Very truly yours,

Robert L. Haines

Robert Haines

FILED
00 APR 21 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN APR 25 2000

ARTICLES OF INCORPORATION OF
MOBILE EYES OPTICAL SERVICE, INC.

FILED
00 APR 21 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation is MOBILE EYES OPTICAL SERVICE, INC.

ARTICLE II - COMMENCEMENT AND DURATION

This corporation is to commence its corporate existence on the date of filing of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of conducting any and all lawful business pursuits.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of stock at One Hundred Dollars (\$100.00) par value.

ARTICLE V - AMENDMENTS

This Corporation reserved the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have not less than ONE (1) Director, and not more than THREE (3) Directors in accordance with By-Laws. The names and addresses of the initial officers and directors of this Corporation are:

ROBERT HAINES - President/Treasurer/Director
408 ALEMEDA DRIVE
Palm Springs, Florida 33461

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 408 Alameda Drive, Palm Springs, Florida 33461.

ARTICLE VIII - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address is 408 Alameda Drive, Palm Springs, Florida 33461.

ARTICLE IX - INCORPORATOR

The name of the person(s) signing these Articles of Incorporation is: ROBERT HAINES.

ARTICLE X - INDEMNIFICATION

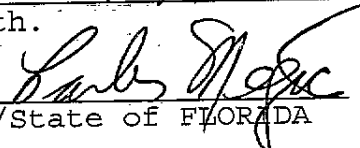
The corporation shall indemnify any person as recited in Florida Statute 607.014 to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this April 4, 2000.

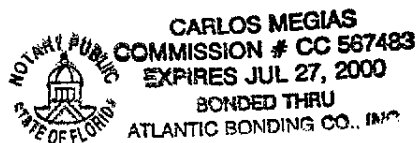

ROBERT HAINES

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this April 4, 2000, by ROBERT HAINES on behalf of the corporation. He is personally known to me or has produced N/A as identification and did (did not) take an oath.


NOTARY PUBLIC/State of FLORIDA

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTE, THE FOLLOWING
IS SUBMITTED:

That ~~MOBILE~~EYES OPTICAL SERVICE INC., desiring to organize
under the laws of the State of Florida, has named ROBERT HAINES,
408 Alemeda Drive, Palm Springs, Florida 33461, as its agent to
accept service of process within the State of Florida.

ACKNOWLEDGMENT:

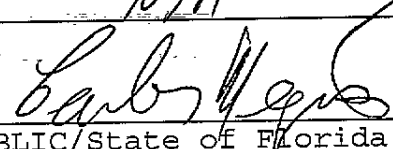
Having been named to accept service of process for the above
stated Corporation, at place designated in this Certificate, I
hereby accept to act to this capacity, and agree to comply with the
provisions of said act relative to keeping open said office.


ROBERT HAINES

DATE: April 4, 2000

STATE OF FLORIDA:
COUNTY OF PALM BEACH:

The foregoing instrument was acknowledged before me this April
4, 2000, by ROBERT HAINES of ~~MOBILE~~EYES OPTICAL SERVICE, INC., a
Florida corporation, on behalf of the corporation. He is
personally known to me or he provided N/A as
identification and did take an oath.


NOTARY PUBLIC/State of Florida

My Commission Expires:

