

P0100000/6530

LAW OFFICES  
**STEVEN A. FRANKEL, P.A.**  
A PROFESSIONAL ASSOCIATION  
THE CENTRE AT PALM & STIRLING  
9900 STIRLING ROAD, SUITE 200  
COOPER CITY, FLORIDA 33024

STEVEN A. FRANKEL  
ALSO MEMBER NEW YORK BAR

FILED  
01 FEB 12 PM 4:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
(305) 437-2200  
FAX (305) 437-7916

February 5, 2001

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

200003674152--6  
-02/12/01--01066--003  
\*\*\*\*123.50 \*\*\*\*\*78.75

RE: EYE 2 EYE OPTICS, INC

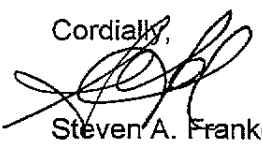
To whom it may concern:

Enclosed please find an original and one copy of the articles of incorporation for the above referenced corporation together with our check in the amount of \$123.50 reflecting filing fees and a certified copy of the articles of incorporation. Please forward the certified copy of the articles, and all other communications, as follows, as I am moving to:

**Steven A. Frankel, P.A.**  
**3660 Washington Lane**  
**Cooper City, Florida 33026**

Thank you for your time and consideration.

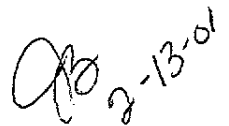
Cordially,

  
Steven A. Frankel,

For the Firm

Cc: Alan Amiel  
Joshua Wapner

SAF/ms

  
2-13-01

ARTICLES OF INCORPORATION  
OF

EYE 2 EYE OPTICS, INC.

The undersigned subscriber hereby forms a Corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

EYE 2 EYE OPTICS, INC.

The principal place of business of this corporation shall be 307 Atlantic Avenue, Miami Beach, Florida 33160 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000,000 shares of common stock having no par value per share.


ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 307 Atlantic Avenue, Miami Beach, Florida 33160 and the name of the initial registered agent of the corporation at that address is STEVEN A. FRANKEL, P.A. - ATTN: STEVEN A. FRANKEL

ACKNOWLEDGMENT: Steven A. Frankel, P.A., a Florida Professional Association authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

STEVEN A. FRANKEL, P.A.

BY:

  
Steven A. Frankel, as Pres.

FILED  
01 FEB 12 PM 4:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
01 FEB 12 PM 4:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
directors,

## ARTICLE VI. OFFICERS AND DIRECTORS

307 Atlantic Avenue  
Miami Beach, Florida 33160

1132 S.W. 158<sup>th</sup> Ave.  
Pembroke Pines, Fla. 33027

These articles may only be amended by the vote of Shareholders holding Sixty Five (65%) Percent of the outstanding shares of the Corporation.

This Corporation may only be dissolved by the unanimous vote of the Shareholders holding Sixty Five (65%) Percent Percent of the outstanding shares of the Corporation.

The name and street address of the subscriber to these Articles of Incorporation is:


3660 Washington Lane  
Cooper City, Florida 33026

STEVEN A. FRANKEL

COUNTY OF BROWARD)

NOTARY PUBLIC, STATE OF FLORIDA

my commission expires:

 Sandra Frankel  
★ My Commission CC687916  
Expires October 12, 2001