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INFANTINO AND BERMAN  
ATTORNEYS AT LAW

Jed Berman  
Thomas V. Infantino  
Patrick A. Raley

Suite 7  
180 South Knowles Avenue  
Winter Park, Florida  
32789  
Tel (407) 644-4673  
Fax (407) 644-4128

Mailing Address:  
P. O. Drawer 30  
Winter Park, Florida  
32790-0030

February 7, 2002

100004901261--9  
-02/12/02--01016--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32300

Re: Royal Optical Company

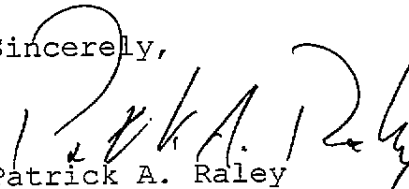
Dear Sirs:

I am enclosing articles of incorporation of the above corporation, with registered agent form attached, for filing. Please provide a certified copy in the enclosed return envelope.

I also enclose a check in the amount of \$78.75 for the following costs:

|                                 |             |
|---------------------------------|-------------|
| Filing fee                      | \$35.00     |
| Designation of registered agent | 35.00       |
| Certified copy of articles      | <u>8.75</u> |
|                                 | \$78.75     |

Sincerely,

  
Patrick A. Raley

PAR/jb  
enclosures

FILED  
02 FEB 11 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB 2-14

ARTICLES OF INCORPORATION

FILED

02 FEB 11 AM 8:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be:

Royal Optical Company

ARTICLE II

The principal office of this corporation shall be 1240 S. Vineland Rd. Winter Garden, Florida 34787, but this corporation may establish such other offices and branch offices within or without the State of Florida as may be necessary or as may be determined by the board of directors.

ARTICLE III

The amount of capital stock authorized by this corporation shall be 10,000 shares with a par value of \$0.01 per share.

ARTICLE IV

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

ARTICLE V

This corporation shall be managed by a board of directors no less than 1 nor more than 9 who need not be stockholders of the corporation. The names and street addresses of the members of the first board of directors who shall hold office for the first year of existence of the corporation or until their successors are elected or

appointed and have qualified are:

Wende Y. Mercado  
1240 S. Vineland Rd.  
Winter Garden, FL 34787

ARTICLE VI

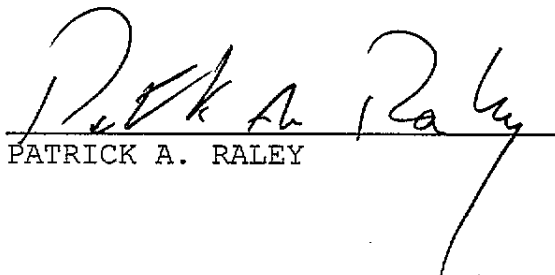
The name and street address of the incorporator is:

Patrick A. Raley  
180 S. Knowles Ave., Ste. 7  
Winter Park, FL 32789

ARTICLE VII

Patrick A. Raley, located at Suite 7, 180 South Knowles Avenue, Winter Park, Florida 32789, has been named as the corporation's agent to accept service of process within this State. Said agent has accepted the request to act in this capacity.

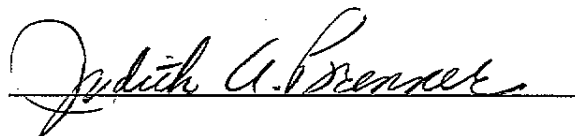
IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal on February 7, 2002.

  
PATRICK A. RALEY

STATE OF FLORIDA:  
COUNTY OF ORANGE:

ON THIS DAY personally appeared before me, the undersigned officer, PATRICK A. RALEY, personally known to me to be the individual described in and who executed the foregoing, who did not take an oath but acknowledged executing the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on February 7, 2002.





Judith A Brenner  
My Commission DD024888  
Expires June 30, 2005

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

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Pursuant to Chapter 48.091, Florida Statutes, the corporation  
submits:

That Royal Optical Company, a corporation organized under the  
laws of the State of Florida, has named Patrick A. Raley, located at  
Suite 7, 180 South Knowles Avenue, Winter Park, County of Orange,  
State of Florida, as its agent to accept service of process within  
this state.

By: Patrick A. Raley  
Patrick A. Raley, Incorporator

ACKNOWLEDGMENT BY DESIGNATED AGENT

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

By: Patrick A. Raley  
Patrick A. Raley  
Resident Agent

FILED  
02 FEB 11 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA